

FORTIS HEALTHCARE LIMITED



STAKEHOLDERS RELATIONSHIP COMMITTEE

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FORTIS HEALTHCARE LIMITED

Stakeholders Relationship Committee¹

(A) PURPOSE

Sec. 178 (6) and Reg. 20(1) The primary function of the Stakeholders Relationship Committee (“the Committee”) is to consider various aspect of interest and resolve the grievances of security holders of the Company.

(B) MEMBERSHIP & QUALIFICATION

Sec. 178(5) and Reg. 20 (2) 1. The Chairperson of the Committee shall be a non-executive director and the Committee shall comprise of at least three members with one being an independent director (with effect from April 1, 2019).

Sec. 178(7) and Reg. 20(3) 2. The Chairperson of the Committee, or, in his/her absence, any other member of the committee authorised by him/her in this behalf shall attend the general meetings of the company. However, it shall be up to the Chairperson to decide who shall answer the queries.

3. The Company Secretary/Compliance Officer shall act as the secretary to the Committee.

(C) MEETINGS OF THE COMMITTEE

1. The Committee shall meet at least once in a year (with effect from April 1, 2019) and at such regular intervals as may be necessary and required by law.

2. The requirement w.r.t. quorum shall be one third of its total strength or two members of the Committee, whichever is higher, or as stated in law.

(D) ROLE OF THE COMMITTEE

The role of the Committee shall be as under:

Clause B of Part D of Schedule II 1. To approve/refuse/reject registration of transfer/transmission of Shares;

2. To resolve the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;

3. ²To review of measures taken for effective exercise of voting rights by shareholder;

¹ Constituted in terms of Section 178(5) of the Companies Act, 2013 & Clause 49.VIII.E.4 of the Listing Agreement

² Effective from April 1, 2019

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Rule 5 of
Companies (Share
Capital and
Debentures)
Rules, 2014

4. ³To review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
5. ⁴To review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;

Clause B of Part D
of Schedule II

6. To authorise printing of Share Certificates;
7. Save as specifically authorized by the Board of Directors, to issue the Share Certificates under the seal of the Company, which shall be affixed in the presence of and signed by:
 - (i) any two Directors (including Managing or Whole-time Director, if any) and
 - (ii) Company Secretary / Authorised Signatory;

Rule 7 of
Companies (Share
Capital and
Debentures)
Rules, 2014

8. Save as specifically authorized by the Board of Directors, To authorise affixation of the Common Seal of the Company on Share Certificates of the Company;
9. Save as specifically authorized by the Board of Directors, To authorise to sign and endorse the Share Transfers on behalf of the Company;
10. Save as specifically authorized by the Board of Directors, To authorise Managers/Officers/Signatories for signing Share Certificates;
11. Save as specifically authorized by the Board of Directors, To authorise issue of Duplicate Share Certificates and Share Certificates after Split / Consolidation/ Replacement;
12. Save as specifically authorized by the Board of Directors, to authorize Company Secretary and / or Registrar and Transfer Agent, as the case may be, to maintain, preserve and keep in its safe custody all books and documents relating to the issue of share certificates, including the blank forms of share certificates; and
13. To perform all functions relating to the interests of shareholders / investors of the Company and as assigned by the Board, as may be required by the provisions of the Companies Act, 2013 and Rules made thereunder, Listing Regulations and guidelines issued by the SEBI or any other regulatory authority.

³ Effective from April 1, 2019

⁴ Effective from April 1, 2019