

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE
Name of the Company : FORTIS HEALTHCARE LIMITED

Quarter ended on : December 31, 2014


| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|---|
| *II. Board of Directors | 49 (II) | | |
| (A) Composition of Board | 49 (II A) | Yes | |
| (B) Independent Directors | 49 (II B) | Yes | Clause 49(II)(B6) will be complied on annual basis |
| (C) Non-executive Directors' compensation & Disclosures | 49 (II C) | Yes | |
| (D) Other provisions as to Board and Committees | 49 (II D) | Yes | Clause 49(II)(D6) will be complied by Q4 of FY 2014-15 |
| (E) Code of Conduct | 49 (II E) | Yes | |
| (F) Whistle Blower Policy | 49 (II F) | Yes | |
| III. Audit Committee | 49 (III) | | |
| (A) Qualified & Independent Audit Committee | 49 (III A) | Yes | |
| (B) Meeting of Audit Committee | 49 (III B) | Yes | |
| (C) Powers of Audit Committee | 49 (III C) | Yes | |
| (D) Role of Audit Committee | 49 (III D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (III E) | Yes | |
| *IV. Nomination and Remuneration Committee | 49 (IV) | Yes | Clause IVA will be complied by Q4 of FY 2014-15 |
| V. Subsidiary Companies | 49 (V) | Yes | |
| VI. Risk Management | 49 (VI) | Yes | |
| VII. Related Party Transactions | 49 (VII) | Yes | |
| *VIII. Disclosures | 49 (VIII) | | |
| (A) Related party transactions | 49 (VIII A) | Yes | ANNEXURE 'A' |
| (B) Disclosures of Accounting Treatment | 49 (VIII B) | Yes | |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | |
| (D) Management | 49 (VIII D) | Yes | |
| (E) Shareholders | 49 (VIII E) | Yes | |
| (F) Disclosure of resignation of directors | 49 (VIII F) | | Deleted vide SEBI Circular No. CIR/CFD/POLICY CELL/ 7/2014 dated 15.09.2014 |
| (G) Disclosure of formal letter of appointment | 49 (VIII G) | | |
| (H) Disclosures in the Annual report | 49 (VIII H) | | |
| (I) Proceed from public issues, right issues, preferential issues etc. | 49 (VIII I) | Yes | |
| IX. CEO/CFO Certification | 49 (IX) | Yes | |
| *X. Report on Corporate Governance | 49 (X) | Yes | |
| XI. Compliance | 49 (XI) | Yes | N.A. for the Quarter. Will be complied on annual basis. |

*Details pertaining to Information to be mentioned in Annual Report will be complied in the Next Annual Report.

for Fortis Healthcare Limited

Place : New Delhi

Dated : January 07, 2015


Rahul Ranjan
 Company Secretary

FORTIS HEALTHCARE LIMITED

 Regd. Office: Escorts Heart Institute and Research Centre, Okhla Road, New Delhi - 110 025 (India)
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Annexure A

Details of all material related party transactions during the quarter ended December 31, 2014 (as approved by the shareholders through postal ballot on December 29, 2014) are as follows:

| Sl no. | Nature of transaction as per Companies Act, 2013 | Name of the Director/KMP who is related and nature of their relationship | Name of the Related Party | Relationship | Particulars/ Material Terms and conditions of the transaction |
|--------|--|--|--|--------------------|--|
| 1 | Rendering and availing of Services | None | Escorts Heart and Super Specialty Hospital Limited | Associate Company | Existing Hospital Service Agreement is a continuous agreement having Variable fee @ 7.5% of operating revenue as per the agreement + Fixed quarterly fee of Rs. 3.70 Crore + increased by 3% p.a. with non-recurring fixed fee of Rs. 3.63 Crore for FY 2014-15 and Rs. 2.45 crore for FY 2015-16. |
| 2 | Rendering and availing of Services | None | Fortis Hospotel Limited | Subsidiary Company | Existing Hospital Service Agreement is a continuous agreement having Base Service Fees:- Rs. 16.54 crore +Increased by 3% at the beginning of each Financial Year. Variable Service Fees:- 7.5% of Operating Revenue as per the agreement. |

Yours faithfully,

for Fortis Healthcare Limited


Rahul Ranjan
 Company Secretary
 ACS: 17035
