

Notice is hereby given that the **29th Annual General Meeting** of Religare Enterprises Limited (“**the Company**”) will be held on Friday, September 13, 2013 at 4.30 P.M. at Air Force Auditorium, Subroto Park, New Delhi - 110010, to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt the audited Balance Sheet as at March 31, 2013, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ravi Umesh Mehrotra, who retires from office by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Padam Bahl, who retires from office by rotation and being eligible, offers himself for re-appointment.
4. To appoint Statutory Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

“**RESOLVED THAT** M/s Price Waterhouse, Chartered Accountants (Firm Registration No. 301112E) be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors.”

SPECIAL BUSINESS

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Mr. Virendra Kumar Madan, who was appointed as an Additional Director on January 24, 2013 pursuant to the provisions of Section 260 of the Companies Act, 1956 and Article 126 of the Articles of Association of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”
6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Mr. Monish Kant Dutt, who was appointed as an Additional Director on February 05, 2013 pursuant to the provisions of Section 260 of the Companies Act, 1956 and Article 126 of the Articles of Association of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”
7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Mr. Avinash Chander Mahajan, who was appointed as an Additional Director on March 01, 2013 pursuant to the provisions of Section 260 of the Companies Act, 1956 and Article 126 of the Articles of Association of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”
8. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Mr. Arun Ramanathan, who was appointed as an Additional Director on May 06, 2013 pursuant to the provisions of Section 260 of the Companies Act, 1956 and Article 126 of the Articles of Association of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”
9. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Mr. Rama Krishna Shetty, who was appointed as an Additional Director on June 28, 2013 pursuant to the provisions of Section 260 of the Companies Act, 1956 and Article 126 of the Articles of Association of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”
10. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:
“**RESOLVED THAT** pursuant to section 309(4)(a) and other applicable provisions, if any, of the Companies Act, 1956, Clause 49 of the Listing Agreement entered with Stock Exchanges and subject to the approval of the Central Government and such other statutory approval(s) as may be required, consent of the members of the Company be and is hereby accorded for the payment of remuneration of Rs. 21 Lakh per annum, by way of half yearly payment, to Mr. Avinash Chander Mahajan, Independent Non-Executive Director of the Company for a period of five years from the date of his appointment.



RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all such acts and deeds and file all such forms, returns, documents and letters with the appropriate authorities, as may be required to be done or filed to give effect to the said Resolution and Board may further delegate its powers to any person.”

11. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to section 309(4)(a) and other applicable provisions, if any, of the Companies Act, 1956, Clause 49 of the Listing Agreement entered with Stock Exchanges and subject to the approval of the Central Government and such other statutory approval(s) as may be required, consent of the members of the Company be and is hereby accorded for the payment of remuneration of Rs. 25 Lakh per annum, by way of half yearly payment, to Mr. Arun Ramanathan, Independent Non-Executive Director of the Company for a period of five years from the date of his appointment.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all such acts and deeds and file all such forms, returns, documents and letters with the appropriate authorities, as may be required to be done or filed to give effect to the said Resolution and Board may further delegate its powers to any person.”

12. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to provisions of Section 163 of the Companies Act, 1956, the consent of the Company be and is hereby accorded to the Board of Directors of the Company for keeping the Register of members together with the Index of members, the Register of debentureholders together with the Index of debentureholders, the copies of annual returns, the copies of certificates and documents required to be annexed with the annual return under Section 160/161 of the Companies Act, 1956 and/or any of the documents as required to be kept at the Registered office of the Company, at the office of Registrar and Transfer Agent, Karvy Computershare Private Limited situated at 305, New Delhi House, 27, Barakhamba Road, New Delhi 110 001 and at such places within Delhi where the Registrar and Transfer Agent may shift its office from time to time instead of the Registered Office of the Company.”

By order of the Board of Directors

For **Religare Enterprises Limited**

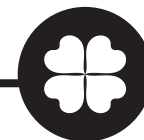
Sd/-

Sudhakar Shetty

Company Secretary

Place: New Delhi

Dated: July 31, 2013



Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 is annexed to the Notice in respect of the items necessitating an Explanatory Statement.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, September 7, 2013 to Friday, September 13, 2013 (both days inclusive).
4. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
5. Members/ Proxies should bring the attendance slips duly filled in and signed for attending the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Certificate from the Auditors of the Company certifying that, the Employees Stock Option Scheme 2006, Employees Stock Option Scheme 2010 and Employees Stock Option Scheme 2012 of the Company are being implemented in accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and in accordance with the resolutions of the general body, will be available for inspection to the Members at the Meeting.
8. The Register of Directors' Shareholding will be available for inspection at the Meeting.
9. Members holding shares in physical form are requested to intimate change in their address, if any, immediately to the Company's Registrar and Transfer Agent i.e. M/s Karvy Computershare Private Limited, Plot No. 17 to 24, Vittal Rao Nagar, Madhapur, Hyderabad - 500081. Members holding shares in electronic form must intimate the change in their address, if any, to their respective Depository Participant.
10. Members desirous of seeking any information relating to the annexed Annual Audited Accounts of the Company for the financial year ended March 31, 2013, may write to the Company at D3, P3B, District Centre, Saket, New Delhi – 110017, for the attention of Mr. Sudhakar Shetty, Company Secretary, at least seven days in advance of the Meeting so that requisite information can be made available at the Meeting.
11. Members who hold shares in physical form may nominate a person in respect of all the shares held by them whether singly or jointly. Members are advised to avail of the nomination facility by filing Form 2B in their own interest. Blank Forms will be supplied by the Company on request. Members holding shares in demat form may contact their respective Depository Participants for recording of nomination.
12. Brief resume of the Directors proposed to be appointed/re-appointed, nature of their expertise in specific functional areas and names of Companies in which they hold directorships and memberships/chairman position of Board Committees and shareholding (both own or held by / for other persons on a beneficial basis) in the Company and relationship between directors inter se, as stipulated under Clause 49 of the Listing Agreement entered into with the Stock Exchanges, is annexed to the Notice.
13. In terms of Clause 32 of the Listing Agreement, soft copy of full Annual Report have been sent to all those shareholders who have registered their e-mail address(es) for the said purpose.

Any shareholder who desires to obtain hard copy of full Annual Report may write to the Company at D3, P3B, District Centre, Saket, New Delhi – 110017, for the attention of Mr. Sudhakar Shetty, Company Secretary of the Company.
14. The Shareholders who have not registered their e-mail address (es), so far, are requested to register their e-mail address(es), in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to update the same with Karvy Computershare Private Limited by writing to **Karvy Computershare Private Limited, (Unit: Religare Enterprises Limited), Plot No. 17 to 24, Vittal Rao Nagar, Madhapur, Hyderabad-500 081 or through e-mail at csreligare@karvy.com.**
15. Pursuant to the provisions of Section 205A and 205C of the Companies Act, 1956, and pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules,



2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on August 29, 2012 (date of last Annual General Meeting) on the website of the Company (www.religare.com), as also on the Ministry of Corporate Affairs website.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Karvy Computershare Pvt. Ltd.
17. The documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during working hours between 10:00 A.M. to 1:00 P.M. except on holidays, upto the date of the Annual General Meeting.

By order of the Board of Directors
For **Religare Enterprises Limited**

Place: New Delhi
Dated: July 31, 2013

Sd/-
Sudhakar Shetty
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NO. 5 to 9

The Board of Directors of the Company (the 'Board'), on January 24, 2013 appointed Mr. Virendra Kumar Madan, on February 05, 2013 appointed Mr. Monish Kant Dutt, on March 1, 2013 appointed Mr. Avinash Chander Mahajan, on May 06, 2013 appointed Mr. Arun Ramanathan and on June 28, 2013 appointed Mr. Rama Krishna Shetty as Additional Directors pursuant to the provisions of Section 260 of the Companies Act, 1956 (the 'Act') read with Article 126 of the Articles of Association of the Company.

In terms of the provisions of Section 260 of the Act, aforementioned Directors would hold office up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing from members alongwith deposit of Rs. 500/- for proposing their candidatures for the office of Director of the Company under the provisions of Section 257 of the Act.

Aforementioned Directors are not disqualified from being appointed as Director in terms of Section 274(1)(g) of the Act. The Company has received the requisite Form 'DD-A' from all four Directors, in terms of the Companies (Disqualification of Directors under Section 274(1)(g) of the Companies Act, 1956) Rules, 2003, confirming their eligibility for such appointment.

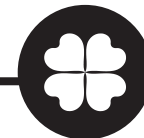
Mr. Virendra Kumar Madan is interested in the Resolution as set out at Item No. 5 of the Notice which pertains to his appointment. Mr. Monish Kant Dutt is interested in the Resolution as set out at Item No. 6. which pertains to his appointment. Mr. Avinash Chander Mahajan is interested in the Resolution as set out at Item No. 7 of the Notice which pertains to his appointment. Mr. Arun Ramanathan is interested in the Resolution as set out at Item No. 8 of the Notice which pertains to his appointment. Mr. Rama Krishna Shetty is interested in the Resolution as set out at Item No. 9 of the Notice which pertains to his appointment. None of the other Directors of the Company is, in any way, concerned or interested in these Resolutions.

The Board recommends the Resolutions as set out at Item No. 5, 6, 7, 8 & 9 of the Notice for your approval.

ITEM NO. 10 & 11

The Non-Executive Directors play a critical and significant role in supporting independent decision making on the Board. They also bring in strategic guidance, leadership and an independent view to the Company's Management for discharging their fiduciary responsibilities, thereby ensuring that the Management adheres to highest standards of ethics, transparency and disclosure. Considering the amount of time spent by the Non-Executive Directors in the deliberations of Board and the valuable guidance given by them to the Management from time to time, it is proposed that in addition to payment of sitting fees, annual remuneration as stated in the resolutions be paid to the Non-Executive Directors of the Company.

Nomination\Compensation\Remuneration Committee and the Board of Directors of the Company have approved and recommended the payment of remuneration to Mr. Avinash Chander Mahajan and Mr. Arun Ramanathan as mentioned in resolution no 10 & 11 respectively, subject to the approval of the Shareholders of the Company and the Central Government. Remuneration proposed to be paid is per annum on half yearly basis for a period of 5 years from date of their respective appointments.



As per Section 309(4) of the Companies Act, 1956, the Non- Executive Directors may be paid remuneration by way of a monthly, quarterly or annual payment with the previous approval of the Shareholders and Central Government.

The Board of Directors recommends the resolutions as set out at Item No. 10 & 11 for the approval of the Members as Special Resolutions.

None of the Directors, except Mr. Avinash Chander Mahajan and Mr. Arun Ramanathan shall deemed to be interested in the resolutions to the extent of the proposed remuneration payable to them.

ITEM NO. 12

Section 163 of the Companies Act 1956 provides that for keeping the register of members together with Index of members, register of debentureholders together with Index of debentureholders, the copies of annual returns, the copies of certificates and documents required to be annexed with the annual return u/s 160/161 of the Companies Act, 1956 at a place other than the registered office of the Company, approval of members by way of Special Resolution is required.

Since the register of members together with index of members, copies of certificates and documents required to be annexed with the annual return u/s 160/161 of the Companies Act, 1956 will be kept with Karvy Computershare Private Limited, Registrar and Share Transfer Agent of the Company, approval of the members is sought.

The Board recommends the Resolution as set out at Item No. 12 of the Notice for your approval.

None of the Directors is concerned or interested in the resolution.

By order of the Board of Directors
For **Religare Enterprises Limited**

Place: New Delhi
Dated: July 31, 2013

Sd/-
Sudhakar Shetty
Company Secretary

Additional information on Directors recommended for appointment or seeking re-appointment at the Annual General Meeting (In pursuance of Clause 49 IV (G) of Listing Agreement)

Mr. Ravi Umesh Mehrotra

Profile

Mr. Ravi Mehrotra has over 25 years of experience in the Financial services domain both in India and internationally. Prior to joining Religare, Mr. Mehrotra was associated with PineBridge Investments (erstwhile AIG) where he was the Global Head of Retail & Intermediary Channels. His career span also includes assignments in India as the President of Franklin Templeton Asset Management, CIO of Kothari Pioneer, Executive Vice President & Co-founder of Prime Securities and Vice President of Bank of America in their Investment Banking & Treasury Group.

Mr. Ravi Mehrotra does not hold any share in the Company as on date. However, as per Religare Employee Stock Option Scheme 2012, 350,000 Stock Options at the price of ₹ 387/- have been granted to him . Presently, no Stock Option is exercised and according to the aforesaid ESOS, the same can be exercised over a period of nine years from the date of vesting.

Directorships in other Companies

*** Indian Companies**

- Aegon Religare Life Insurance Company Limited
- Religare Capital Markets Limited
- Religare Health Insurance Company Limited

*** Foreign Companies**

- Fortis Global Healthcare Infrastructure Pte. Limited
- Religare Global Asset Management Singapore Pte. Limited
- Religare Global Asset Management Inc.



- Landmark Partners LLC (Member of Management Board)
- Northgate Capital LLC (Member of Management Board)
- Religare Health Trust Trustee Manager Pte. Ltd

Committee Memberships

I. Religare Enterprises Limited

- Member - Investment & Borrowing Committee
- Member - Risk Management Committee
- Member - Asset Liability Committee

II. Religare Capital Markets Limited

- Member - Remuneration/Compensation Committee

III. Religare Health Insurance Company Limited

- Member - Remuneration/Compensation Committee
- Member - Audit Committee
- Member - Investment Committee
- Member - Risk Management Committee

IV. AEGON Religare Life Insurance Company Limited

- Member - Audit Committee
- Member - Investment Committee
- Member - Nomination & Remuneration Committee
- Member - Risk Management Committee
- Member - Policyholders Protection Committee
- Member - Ethics & Compliance Committee
- Member - Share Allotment Committee

Mr. Padam Bahl

Profile

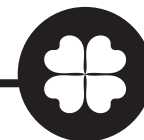
Mr. Padam Bahl joined the Board of REL on April 9, 2007. Mr. Padam Bahl has been practicing as a Chartered Accountant and an Income Tax Advisor since 1979 and has more than 27 years of work experience. He was the Chairman of the Northern India Regional Council, Institute of Chartered Accountants of India, Amritsar Branch for the year 1998-99. He was also a member of the Income Tax Advisory Committee, Amritsar Chapter during the years 2002-03 and 2003-04. Mr. Bahl holds a Bachelor's degree in Commerce from the Kurukshetra University and a Bachelor's degree in Law from Guru Nanak Dev University, Amritsar. He is a fellow member of the Institute of Chartered Accountants of India. He has also received a Diploma in Information System Audit from SSI, Amritsar.

Mr. Padam Bahl hold 500 Shares in the Company as on date.

Directorships in other Companies

*** Indian Companies**

- Religare Financial Consultancy Services Limited
- Religare Securities Limited
- Religare Finvest Limited
- Religare Commodities Limited
- Religare Venture Capital Limited
- Religare Arts Initiative Limited
- Verne Developers Private Limited



- HealthFore Technologies Limited
- Religare Capital Markets Limited
- Dion Global Solutions Limited
- Religare Comtrade Limited

Committee Memberships

I. Religare Enterprises Limited

Chairman – Compensation / Remuneration / Nomination Committee
Chairman – Audit Committee
Chairman – Shareholders & Investors Grievance Committee
Member – Share Allotment Committee
Member – Risk Management Committee
Member – Asset Liability Committee

II. Religare Securities Limited

Chairman – Remuneration / Compensation Committee
Chairman – Audit Committee

III. Religare Financial Consultancy Services Limited

Chairman – Remuneration Committee

IV. Reliagre Finvest Limited

Member – Audit Committee
Member – Nomination / Compensation Committee

V. Religare Arts Initiative Limited

Chairman – Remuneration Committee
Member – Audit Committee

VI. HealthFore Technologies Limited

Member – Remuneration Committee
Member – Audit Committee
Member – Loan Investment & Borrowing Committee

VII. Religare Capital Markets Limited

Chairman – Audit Committee

VIII. Religare Venture Capital Limited

Chairman – Audit Committee
Chairman – Remuneration Committee

IX. Dion Global Solutions Limited

Member – Audit Committee
Chairman – Remuneration / Compensation Committee
Member – Shareholders / Investors Grievance Committee
Member – Share Allotment Committee
Member – Loan Investment & Borrowing Committee
Member – Banking Operation Committee



Mr. Virendra Kumar Madan

Profile

Mr. Virendra Kumar Madan has over 4 decades of experience in the corporate sector and as an entrepreneur across diversified sectors including textiles, real estate, hospitality, health care and power generation. Mr. Madan was associated with DCM Ltd. for 32 years where he rose to become President and CEO. Among his other assignments, Mr. Madan was President of Magnum International Trading Company Pvt. Ltd., a conglomerate involved in industrial and economic projects.

Mr. Virendra Kumar Madan does not hold any share in the Company as on date.

Directorships in other Companies

*** Indian Companies**

- Taj Kerala Hotels & Resorts Limited
- Nidra Hospitality Private Limited

Committee Memberships

I. Taj Kerala Hotels & Resorts Limited

Member - Remuneration Committee

Member - Audit Committee

Mr. Monish Kant Dutt

Profile

Mr. Monish Kant Dutt is nominee director of International Finance Corporation (“IFC”). Mr. Monish Kant Dutt has extensive investment and advisory experience with IFC in emerging markets in Asia, Eastern Europe, Africa and Latin America with a focus on private equity funds and financial institutions. A London Business School alumnus (MBA), Mr. Dutt worked with Ernst & Young in London and qualified as a Chartered Accountant in the UK. He then joined IFC/the World Bank Group where he worked for about 25 years till 2011. During his tenure at the World Bank and IFC, he held various positions including that of Chief Credit Officer. He is currently an Emerging Markets Consultant, a Director of a Pan Caribbean Insurance Group and an Advisor to a London-based start-up private equity firm.

Mr. Monish Kant Dutt does not hold any share in the Company as on date.

Directorships in other Companies

*** Foreign Companies**

- Sagicor Financial Corporation Limited
- Sagicor Life Insurance Corporation Inc.

Committee Memberships

I. Religare Enterprises Limited

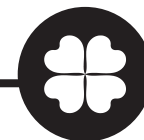
Member - RPT Sub - Committee

Mr. Avinash Chander Mahajan

Profile

Mr. Avinash Chander Mahajan is an independent non-executive director on REL board. A post graduate in Science, Mr Mahajan has spent over 3 decades in India’s banking industry across various senior positions. Between 2006 and 2008, he was the Chairman and Managing Director of Kolkata-based Allahabad Bank. He took charge of Canara Bank for two years in 2008. He was earlier Executive Director at Bank of Baroda. Mr. Mahajan currently also serves as the Chairman of the Governing council of Banking Codes and Standards Board of India.

Mr. Avinash Chander Mahajan does not hold any share in the Company as on date.



Directorships in other Companies

* Indian Companies

- Hindustan Petroleum Corporation Limited
- Himavat Power Private Limited
- IDBI MF Trustee Company Limited
- Lanco Babandh Power Limited

Committee Memberships

I. Religare Enterprises Limited

Member - RPT Sub-Committee

II. Hindustan Petroleum Corporation Limited

Chairman - Investor Grievances Committee

Member - Audit Committee

III. IDBI MF Trustee Company Limited

Member - Audit Committee

IV. Lanco Babandh Power Limited

Member - Audit Committee

V. Himavat Power Private Limited

Chairman - Audit Committee

Mr. Arun Ramanathan

Profile

Mr. Arun Ramanathan, IAS (Retd.) is an Independent non-Executive Director on the REL Board. He retired from the Indian Administrative Service as the Union Finance Secretary in 2009 and has held various key offices in the Central and State Governments in Finance, Taxation, Industry, Food & Civil Supplies, Consumer Protection, Transport, Leather, Fisheries, Sericulture and General Administration.

In the Government of India, at the Joint Secretary Level Mr. Ramanathan was the CEO (Member Secretary) of the Silk Board, Secretary (Chemicals & Petrochemicals), Secretary (Department of Financial Services) and at the time of his superannuation he was the Union Finance Secretary.

Mr. Ramanathan has an accoladed academic record. Besides being a Master of Philosophy in Developmental Economics from the Cambridge University, United Kingdom, Mr. Ramanathan is also an Associate of the Cost and works Accountants of India, a Master of Business Administration and Master of Science in Nuclear Physics.

Mr. Arun Ramanathan does not hold any share in the Company as on date.

Directorships in other Companies

* Indian Companies

- Indian Clearing Corporation Limited
- National Textiles Corporation Limited
- Shipping Corporation of India Limited
- Oil & Natural Gas Corporation Limited
- ONGC Videsh Limited
- Equitas Holdings Private Limited
- Equitas Micro Finance Private Limited



Committee Memberships

I. Oil & Natural Gas Corporation Limited

Chairman - Audit Committee
Member - Investor Grievances Committee

II. ONGC Videsh Limited

Chairman - Audit Committee

III. Shipping Corporation of India Limited

Chairman - Audit Committee
Chairman - Investor Grievances Committee

IV. Indian Clearing Corporation Limited

Member - Audit Committee

V. National Textiles Corporation Limited

Member - Audit Committee

Mr. Rama Krishna Shetty

Profile

Mr. Shetty, aged 65 years, holds a Bachelor's degree in Engineering from the Basaveshwara College, Bagalkot and has completed an Executive Development program from the Jarnalal Bajaj Institute of Management Studies, Mumbai in Product Management Control and Financial Management. He has more than 38 years of work experience and has received the prestigious National Productivity Award in the year 1992. Mr. Shetty was President of Karnataka State Hockey Association, Vice-President of Karnataka Olympic Association and is presently Chairman of the Development Panel, Indian Hockey Federation and Confederation.

Mr. Rama Krishna Shetty holds 100 Shares in the Company as on date.

Directorships in other Companies

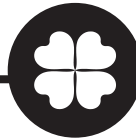
- Religare Securities Limited*
- Premier Hockey Development Private Limited
- Religare Financial Consultancy Services Limited*
- HealthFore Technologies Limited
- Dion Global Solutions Limited
- Fortis Malar Hospitals Limited

*Alternate Director to Mr. Jaackismin Wadhmal Balani

Committee Memberships

- **HealthFore Technologies Limited**

Chairman – Audit Committee



RELIGARE ENTERPRISES LIMITED
Regd. Off.: D3, P3B, District Centre, Saket, New Delhi - 110017

**Please fill in the Attendance Slip and hand it over
at the entrance of the meeting hall**

Name and address of the shareholder/Proxy: _____

Folio No.: _____

DP ID & Client ID: _____

No. of Shares held: _____

I/We hereby record my/our presence at the 29th Annual General Meeting of the Company held on Friday, September 13, 2013 at 4:30 P.M. at Air Force Auditorium, Subroto Park, New Delhi - 110010.

Signature of the Shareholder or Proxy* : _____

*Strike out whichever is not applicable



RELIGARE ENTERPRISES LIMITED
Regd. Off.: D3, P3B, District Centre, Saket, New Delhi - 110017

Proxy Form

Folio No.: _____

DP ID & Client ID: _____

I/We _____ of _____

being a member/members of Religare Enterprises Limited hereby appoint _____

of _____ or failing him/
her _____ of _____

_____ as my/our proxy to vote for me/us on my/our behalf at the 29th Annual General Meeting of the Company to be held on Friday, September 13, 2013 at 4:30 P.M. at Air Force Auditorium, Subroto Park, New Delhi – 110010.

Affix ₹ 1 Revenue Stamp

Signed this day of 2013.

Note: The Proxies should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting. The Proxy need not be a member of the Company.

