

January 12, 2018

**The National Stock Exchange of India Ltd
Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051**

**BSE Limited
Department of Corporate Services
25th Floor, P J Towers
Dalal Street, Mumbai - 400 001**

Scrip Symbol: RELIGARE EQ

Scrip Code: 532915

Sub: Corporate Governance Report

Dear Sir,

Please find enclosed herewith the Corporate Governance Report of Religare Enterprises Limited ("REL") for the quarter ended on December 31, 2017 in the prescribed form **Annexure I** pursuant to Regulation 27 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015.

Kindly take the same on record.

Thanking You,

Yours truly,

For Religare Enterprises Limited


**Reena Jayara
Company Secretary**



Encl.: a/a

Annexure I
1. Name of Listed Entity: Religare Enterprises Limited

2. Quarter ending: December 31, 2017

I. Composition of Board of Directors								
Titl e Mr. /Ms	Name of the Director	PAN & DIN	Category (Chairpers on /Executive /Non Executive/ independe nt/ Nominee)	Date of Appointme nt in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Subramanian Lakshminarayanan *	PAN: ABDPL4290K DIN: 02808698	Executive Chairman	November 14, 2017	NA	2	1	2
Mr.	Malvinder Mohan Singh	PAN: AABPS2552G DIN: 00042981	Non Executive Director	July 29, 2016	NA	3	2	0
Mr.	Shivinder Mohan Singh	PAN: AAKPS4318M DIN: 00042910	Non Executive Director /Vice- Chairman	July 29, 2016	NA	3	Nil	1
Mr.	Francis Daniel Lee	PAN: ABGPL5545G DIN: 07870495	Executive Director	November 17, 2017	NA	1	Nil	Nil
Mr.	Harpal Singh	PAN: ABEPS1662H DIN: 00078224	Non- Executive Director	April 09, 2007	NA	2	3	2
Ms.	Kishori Udeshi *	PAN: AAOPU0773E DIN: 01344073	Non- Executive/ Independe nt Director	November 14, 2017	5 Years	6	5	1
Mr.	Deepak Ramchand Sabnani	PAN: BIAPS4000B DIN: 01312836	Non- Executive/ Independe nt Director	April 01, 2014	5 Years	1	Nil	Nil
Mr.	Padam Bahl	PAN: AAZPB7527L DIN: 01314395	Non- Executive/ Independe nt Director	April 01, 2014	5 Years	1	3	2
Mr.	Rama Krishna Shetty	PAN: ALEPS4984J DIN: 01521858	Non- Executive/ Independe nt Director	April 01, 2014	5 Years	3	5	2
Ms.	Sabina Vaisoha	PAN: AAKPV9564A DIN: 00207306	Non- Executive/ Independe nt Director	October 04, 2017	5 Years	1	5	Nil
Mr.	Tejpreet Singh Chopra	PAN: ADNPC6578R DIN: 00317683	Non- Executive/ Independe nt Director	September 28, 2016	5 Years	3	3	1

Religare Enterprises Limited

CIN: L74899DL1984PLC146935

Regd. Office : 2nd Floor, Rajlok Building, 24, Nehru Place, New Delhi-110019

Phone : +91-11-46272400, Fax No.: +91-11-46272447

Corporate Office : Pirus Global, A - 3,4,5, Sector 125, Noida, Uttar Pradesh - 201301

Phone : +91-120-339 1000 Fax No.: +91-120-3396248

II. Composition of Committees			
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	
1. Audit Committee	Mr. Padam Bahl	Non-Executive/Independent - Chairman	
	Mr. Rama Krishna Shetty	Non-Executive/Independent - Member	
2. Nomination & Remuneration Committee	Mr. Padam Bahl	Non-Executive/Independent - Chairman	
	Mr. Rama Krishna Shetty	Non-Executive/Independent - Member	
	Mr. Malvinder Mohan Singh	Non-Executive - Member	
	Mr. Tejpreet Singh Chopra	Non-Executive/Independent - Member	
3. Risk Management Committee (if Applicable)*	Mr. Malvinder Mohan Singh	Non-Executive - Member	
	Mr. Harpal Singh	Non-Executive - Member	
4. Stakeholders Relationship Committee	Mr. Harpal Singh	Non-Executive - Chairman	
	Ms. Sabina Vaisoha	Non-Executive/Independent - Member	
III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
August 10, 2017	November 14, 2017 November 17, 2017	95	
IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1. Audit Committee Meeting : November 14, 2017	Yes	August 10, 2017	95
2. Nomination & Remuneration Committee : November 14, 2017 November 17, 2017	Yes	Nil	137
3. Stakeholders Relationship Committee: NIL	NA	Nil	Nil
V. Related Party Transactions			
Subject	Compliance Status (Yes/No/NA)		
Whether prior approval of audit committee obtained	Yes		
Whether shareholder approval obtained for material RPT	NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes		
VI. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <i>*Resigned on December 29, 2017, however effective date of resignation is subject to the approval of Reserve Bank of India ("RBI"). The Company has submitted the application to the RBI for its approval thereon and same is awaited till date.</i> The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee - Please note that Mr. Rashi Dhir, Non-Executive/Independent Director, has resigned with effect from November 14, 2017 and accordingly ceased to be member of the Audit committee. The Company is in process to re-constitute the Audit Committee to meet the Listing Regulation requirement.</p> <p>b. Nomination and Remuneration Committee</p> <p>c. Stakeholders Relationship Committee</p> <p>d. Risk Management Committee (applicable to the top 100 listed entities)*</p> <p>2. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>3. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>4. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Report of Quarter ended on September 30, 2017 has been placed before the Board Meeting held on November 14, 2017. However, no comments/observations/advice was given</p>			

by the Board. This relevant quarter report will be placed in next board meeting.

*As per SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Company is not under obligation to constitute the Risk Management Committee. However, Company has the Committee in place.

For Religare Enterprises Limited

Name: **Reena Jayara**
Designation: **Company Secretary**

