

January 10, 2019

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

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, 2018 in the prescribed format 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, 2018

I. Composition of Board of Directors								
Title Mr./ Ms.	Name of the Director	PAN & DIN	Category (Chairperson /Executive/Non Executive/ Independent/ Nominee)	Date of Appointment 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.	Malay Kumar Sinha	PAN: AJCPS8649E DIN: 08140223	Non Executive/Independent Director	May 28, 2018	5 Years	1	3	Nil
Mr.	Sushil Chandra Tripathi	PAN: ACXPT9105A DIN: 00941922	Non Executive/Independent Director	August 01, 2018	5 Years	5	5	4
Ms.	Vijayalakshmi Rajaram Iyer	PAN: AAHPI7741P DIN: 05242960	Non Executive/Independent Director	May 08, 2018	5 Years	6	4	4
Ms.	Sabina Vaisoha	PAN: AAKPV9564A DIN: 00207306	Non-Executive/Independent Director	October 04, 2017	5 Years	1	2	1
Ms.	Rashmi Saluja	PAN: AUVPS5660D DIN: 01715298	Non-Executive/Independent Director	December 20, 2018	5 Years	1	Nil	Nil
Mr.	Krishnan Subramanian*	PAN: AEIPK4663H DIN: 08038047	Executive/Non Independent Director	January 24, 2018	3 Years	1	Nil	Nil
*Resigned on November 14, 2018 w.e.f. November 19, 2018. However, effective date of his resignation is subject to RBI approval which is pending as on date of filing this Report.								
II. Composition of Committees								
Name of Committee		Name of Committee Members		Category (Chairperson/Executive/Non-Executive/independent/Nominee)				
1. Audit & Governance Committee (AGC)		Ms. Vijayalakshmi Rajaram Iyer		Non-Executive/Independent - Chairperson				
		Mr. Malay Kumar Sinha		Non-Executive/Independent - Member				
		Mr. Sushil Chandra Tripathi		Non-Executive/Independent - Member				
2. Nomination & Remuneration Committee		Mr. Malay Kumar Sinha		Non-Executive/Independent - Chairperson				
		Ms. Vijayalakshmi Rajaram Iyer		Non-Executive/Independent - Member				
		Mr. Sushil Chandra Tripathi		Non-Executive/Independent - Member				
3. Risk Management Committee (if Applicable)*		Mr. Malay Kumar Sinha		Non-Executive/Independent - Member				
		Ms. Vijayalakshmi Rajaram Iyer		Non-Executive/Independent - Member				
		Mr. Milind Patel		Group Chief Executive Officer				
4. Stakeholders Relationship Committee		Ms. Sabina Vaisoha		Non-Executive/Independent - Chairperson				
		Mr. Malay Kumar Sinha		Non-Executive/Independent - Member				
		Mr. Sushil Chandra Tripathi		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 01, 2018; August 07, 2018 September 06, 2018		November 20, 2018			74 days			
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 & Governance Committee Meeting : November 19, 2018	Yes	August 01, 2018 September 06, 2018	73 Days
2. Nomination & Remuneration Committee : November 19, 2018	Yes	August 01, 2018 August 07, 2018	103 days
3. Stakeholders Relationship Committee: November 20, 2018	Yes	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

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit and Governance Committee
 - b. Nomination and Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee (applicable to the top 100 listed entities)*
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Report Quarter ended on September 30, 2018 has been placed before the Board Meeting held on November 20, 2018. However, no comments/observations/advice was given 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 and Compliance Officer

