Dr Lal PathLabs

April 9, 2019

National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051.

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Dear Sir/Madam,

Sub: Compliance under Regulation 27 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, please find enclosed herewith the Corporate Governance Report for the quarter ended March 31, 2019.

Thanking you,

Yours faithfully,

For Dr. Lal PathLabs Limited

Dr. Lal PathLabs Limited

Rajat Kalra
Company Secretary & Legal Head

Encl: as above

Compliance Report on Corporate Governance

1. Name of Listed Entity: Dr. Lal PathLabs Limited
2. Quarter ending: March 31, 2019 (4th Quarter)

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 (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed Entities including this listed entity (Refer Regulation 26(1) Listing Regulations)
Mr.	Arvind Lal	PAN - ABLPL7457Q DIN – 00576638	Chairperson & Executive Director	21/08/2015	N.A	1	NIL	NIL
Mr.	Anoop Mahendra Singh	PAN – N.A DIN – 01963056	Independent Director	21/08/2018	5	1	1	NIL
Mr.	Arun Duggal	PAN – AEJPD7754D DIN – 00024262	Independent Director	Appointment - 21/08/2018 Cessation 01/03/2019	5	5	5	1
Mr.	Harneet Singh Chandhoke	PAN – AAAPC2258C DIN – 02758084	Independent Director	21/08/2018	5	1	NIL	NIL
Mr.	Om Prakash Manchanda	PAN – AADPM7726L DIN – 02099404	CEO & Executive Director	21/08/2015	N.A	2	1	NIL
Mr.	Rahul Sharma	PAN – DBCPS2785E DIN – 00956625	Non-Executive Director	21/08/2015	N.A	1	1	NIL
Mr.	Saurabh Srivastava	PAN – ABEPS3593H DIN – 00380453	Independent Director	21/08/2018	5	3	4	1
Ms.	Somya Satsangi	PAN - ABRPS7422A DIN - 07275574	Independent Director	08/02/2019	3	1	NIL	NIL
Mr.	Sunil Varma	PAN –AAFPV6333G DIN – 01020611	Independent Director	21/08/2018	5	1	1	1
Ms.	Vandana Lal	PAN – AABPL7533L DIN – 00472955	Executive Director	21/08/2015	N.A	1	NIL	NIL

** Tenure means the Second Term of 5 years for which the Independent Directors are re-appointed except Ms. Somya Satsangi who was appointed for a term of 3 years w.e.f. February 8, 2019.*

The First Term of 3 years for all Independent Directors except Ms. Somya Satsangi expired on 20/08/2018.

I. Composition of Committees

Name of Committee Members	Category (Chairperson/Executive/Non- Executive/independent/Nominee)
Audit Committee	
Mr. Sunil Varma	Chairperson - Independent Director
Mr. Anoop Mahendra Singh	Member - Independent Director
Dr. Saurabh Srivastava	Member - Independent Director
Nomination & Remuneration Committee	
Mr. Anoop Mahendra Singh	Chairperson - Independent Director
Mr. Harneet Singh Chandhoke	Member - Independent Director
Dr. Saurabh Srivastava	Member - Independent Director
Mr. Rahul Sharma	Member - Non-Executive Director
Stakeholders Relationship Committee	
Dr. Saurabh Srivastava	Chairperson - Independent Director
Dr. Om Prakash Manchanda	Member - Executive Director
Mr. Rahul Sharma	Member - Non-Executive Director
Risk Management Committee	
Ms. Somya Satsangi	Chairperson - Independent Director
Mr. Anoop Mahendra Singh	Member - Independent Director
Mr. Rahul Sharma	Member - Non-Executive Director
Mr. Bharath U	Member – CEO (India Business)
Mr. Munender Soperna	Member - Chief Information Officer

II. Meeting of Board of Directors

Date of Meeting in the previous quarter	*Date of Meeting in the relevant quarter*	*Maximum gap between any two consecutive (in number of days)*
November 6, 2018	February 8, 2019	93

III. Meeting of Committees

Committee Name	*Whether requirement of Quorum met (details)*	*Date(s) of meeting of the committee in the relevant quarter*	*Date(s) of meeting of the committee in the previous quarter*	*Maximum gap between any two consecutive (in number of days)*
Audit Committee	Yes	February 8, 2019	November 6, 2018	93
Nomination and Remuneration Committee	Yes	February 8, 2019	November 6, 2018	93
Stakeholders Relationship Committee	Yes	February 8, 2019	November 6, 2018	93

IV. Related Party Transactions

Subject	*Compliance status (Yes/No/NA)*
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
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 Committee

   b. Nomination and Remuneration Committee

   c. Stakeholders Relationship Committee

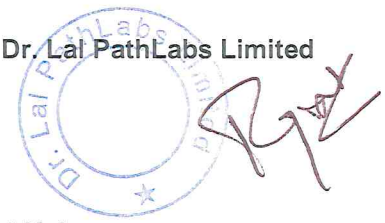
   d. Risk Management Committee

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.

For Dr. Lal PathLabs Limited



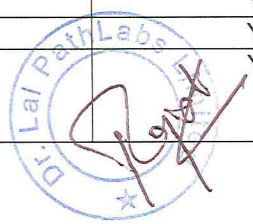
Rajat Kalra
(Company Secretary & Legal Head)

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations	
Item	***Compliance status (Yes/No/NA)*** refer note below
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	N.A
New name and the old name of the listed entity	N.A

II Annual Affirmations

Particulars	**Regulation Number**	**Compliance status (Yes/No/NA)**refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	N.A
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes



Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

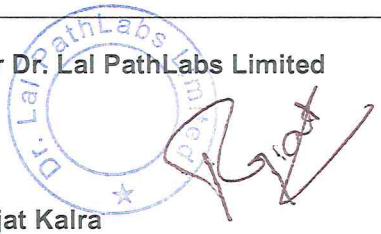
Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Company has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

For Dr. Lal PathLabs Limited



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(Company Secretary & Legal Head)