

**Corporate Governance Report**

1. Name of Listed Entity
- Healthcare Global Enterprises Limited
2. Quarter ending
- 31-March-2025

**i. Composition of Board of Director**

Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairpers on /Executive / Non- Executive/ Independe nt/ Nominee)	Sub Categ ory	Initial Date of Appoint ment	Date of re- Appoint ment	Date of cessati on	Tenu re	Date of Birth	Wheth er the direct or is disqua lified?	Start Date of disqu alific ation	End Date of disquali fication	Details of disquali fication	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulatio ns]	Date of passing special resolutio n	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of membersh ip s 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.	Basavalinga Sadashivaia h Ajaikumar	00713779	ACZPA6190L	Chairman & Executive Director	-	07-Mar- 2000	01-Jul- 2023	-	NA	22-Aug- 1951	No	-	-	-	Active	NA	-	1	0	1	0
Mr.	Amit Soni	05111144	AONPS8774E	Non Executive, Nominee Director	-	28-Jul- 2020	-	-	NA	28-Jan- 1980	No	-	-	-	Active	NA	-	1	0	2	1
Mr.	Siddharth Tapaswin Patel	07803802	BJZPP4223R	Non Executive Nominee Director	-	28-Jul- 2020	-	-	NA	30-Jun- 1977	No	-	-	-	Active	NA	-	1	0	0	0
Mrs.	Anjali Ajaikumar Rossi	08057112	AWLPA9135F	Executive Director	-	01-Apr- 2021	01-Apr- 2023	-	NA	07-May- 1986	No	-	-	-	Active	NA	-	1	0	0	0
Mrs.	Geeta Mathur	02139552	AAKPM7380D	Independe nt Director	-	17-Jun- 2021	17-Jun- 2024	-	45.14	21-Nov- 1966	No	-	-	-	Active	NA	-	3	3	7	4
Mr.	Rajagopalan Raghavan	03627923	ADLPR7915D	Independe nt Director	-	12-Aug- 2021	12-Aug- 2024	-	43.19	28-Jun- 1964	No	-	-	-	Active	NA	-	1	1	2	0
Mr.	Pradip Manilal Kanakia	00770347	AABPK4270F	Independe nt Director	-	10-Feb- 2022	10-Feb- 2025	-	37.21	04-Jun- 1960	No	-	-	-	Active	NA	-	6	6	8	4
Mr.	Meghraj Arvindrao Gore	07505123	AHTPG0261B	Executive Director	CEO	10-Feb- 2022	-	9-Feb- 2025	NA	01-Jan- 1975	No	-	-	-	Active	NA	-	0	0	0	0
Mr.	Rajiv Maliwal	00869035	ACWPM3501G	Independe nt Director	-	25-May- 2023	25-May- 2023	-	22.05	26-Nov- 1960	No	-	-	-	Active	NA	-	1	1	0	0

Company Remarks	Mr. Meghraj Arvindrao Gore has ceased to be a Director of the Company with effect from 9 February 2025, upon completion of his term as a Director. He continues to be the CEO of the Company with effect from the said date. We have included his details in the Board composition as the change happened during the quarter ended March 31, 2025.
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Geeta Mathur	Independent Director	Chairperson	11-Nov-2021	
2	Rajagopalan Raghavan	Independent Director	Member	21-Dec-2021	
3	Pradip Manilal Kanakia	Independent Director	Member	26-May-2022	
4	Amit Soni	Non Executive, Nominee Director	Member	28-Jul-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Siddharth Tapaswin Patel	Non Executive, Nominee Director	Member	28-Jul-2020	
2	Geeta Mathur	Independent Director	Member	29-Dec-2021	
3	Rajagopalan Raghavan	Independent Director	Chairperson	11-Nov-2021	
4	Basavalinga Sadashivaiah Ajaikumar	Chairman, ED	Member	01-Apr-2021	
5	Rajiv Maliwal	Independent Director	Member	10-Aug-2023	
6	Pradip Manilal Kanakia	Independent Director	Member	31-Dec-2024	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Basavalinga Sadashivaiah Ajaikumar	Chairman, Executive Director	Member	29-May-2015	
2	Amit Soni	Non Executive, Nominee Director	Chairperson	28-Jul-2020	
3	Rajagopalan Raghavan	Independent Director	Member	28-Jun-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Basavalinga Sadashivaiah Ajaikumar	Chairman, Executive Director	Chairperson	17-Jun-2021	
2	Meghraj Arvindrao Gore	Executive Director	Member	17-Jun-2021	
3	Pradip Manilal Kanakia	Independent Director	Member	08-Feb-2024	

Company Remarks	
Whether Regular chairperson appointed	Yes

e. Corporate Social Responsibility Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Siddharth Tapaswin Patel	Non Executive, Nominee Director	Member	28-Jul-2020	
2	Basavalinga Sadashivaiah Ajaikumar	Chairman, Executive Director	Chairperson	29-May-2015	
3	Anjali Ajaikumar Rossi	Executive Director	Member	29-May-2024	
4	Rajagopalan Raghavan	Independent Director	Member	31-Dec-2024	

Company Remarks	
Whether Regular chairperson appointed	Yes

**f. Strategy Committee**

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>
1	Basavalinga Sadashivaiah Ajaikumar	Chairman, ED	Chairperson
2	Anjali Ajaikumar Rossi	Executive Director	Member
3	Amit Soni	Non Executive, Nominee Director	Member
4	Siddharth Tapaswin Patel	Non Executive, Nominee Director	Member

Company Remarks	
Whether Regular chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
09-November-2024	Yes	10	9	4
07-February-2025	Yes	9	9	4
13-February-2025	Yes	8	7	3
21-February-2025	Yes	8	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	85

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	09-November-2024	Yes	4	4	2	0
Audit Committee	13-February-2025	Yes	4	4	2	0
Nomination & Remuneration Committee	09-November-2024	Yes	6	5	3	0
Nomination & Remuneration Committee	07-February-2025	Yes	6	6	4	0
Nomination & Remuneration Committee	23-February-2025	Yes	6	6	4	0
Stakeholders Relationship Committee	27-March-2025	Yes	3	3	1	0
Corporate Social Responsibility Committee	21-March-2025	Yes	4	4	1	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	95

**V. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee - **Yes**
  - Nomination & remuneration committee - **Yes**
  - Stakeholders relationship committee - **Yes**
  - Risk management committee (applicable to the top 1000 listed entities) - **Yes**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- 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.- **Yes**
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - Any comments/observations/advice of Board of Directors may be mentioned here:

Name : Sunu Manuel  
Designation : Company Secretary & Compliance Officer

Details of Cyber security Incidence		
Whether as per Regulation 27 (2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No	
Other details of cyber security incidence or breaches or loss of data event	-	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	-	
Sr.	Date of the event	Brief details of the event

ANNEXURE II

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		<a href="https://www.hcgoncology.com/">https://www.hcgoncology.com/</a>
Memorandum of Association and Articles of Association	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Brief profile of Board of Directors including directorship and full-time positions in body corporates	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Terms and conditions of appointment of independent directors	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Composition of various committees of board of directors	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Criteria of making payments to non-executive directors	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Policy on dealing with related party transactions	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Policy for determining ‘material’ subsidiaries	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Details of familiarization programs imparted to independent directors	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Email address for grievance redressal and other relevant details	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Financial results	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Shareholding pattern	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Presentations prepared by the listed entity for analysts or institutional investors simultaneously with submission to stock exchange	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Audio recordings, video recordings, if any, and transactions of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Credit rating or revision in credit rating obtained	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Separate Audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Secretarial Compliance Report	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Disclosures under regulation 30(8)	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>

Statements of deviation(s) or variations(s) as specified in regulation 32	Not Applicable		
Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Employee Benefit Scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Materiality Policy as per Regulation 30 (4)	Yes		<a href="https://www.hcgoncology.com/corporate-governance/#Policies-and-Guidelines">https://www.hcgoncology.com/corporate-governance/#Policies-and-Guidelines</a>
Dividend Distribution policy as per Regulation 43A	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Compliance with regulation 46 (3) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="https://www.hcgoncology.com/investor-relations/">https://www.hcgoncology.com/investor-relations/</a>
Disclosure of notes on website in terms of Listing Regulations explanatory			
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is “No”, details of non-compliance may be given here</b>
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), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	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	
Recommendation of Board	17(11)	Yes	
Maximum number of directorships	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Role of Nomination and Remuneration Committee	19 (4)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(3A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Role of Stakeholder Relationship Committee	20(4)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Quorum of Risk Management Committee meeting	21(3B)	Yes	
Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7)	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)	Not Applicable	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Yes	
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	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)	Not Applicable	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Not Applicable	
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	

**Name of the signatory :** Sunu Manuel  
**Designation :** Company Secretary & Compliance Officer

**III Affirmations:**

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

<b>Other Information</b>	
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**Name :** Sunu Manuel  
**Designation :** Company Secretary

**Signatory Details**

Name of signatory Sunu Manuel  
Designation of person Company Secretary and Compliance Officer  
Place Bengaluru  
Date 17-04-2025

**Investor Grievance Details**

No. of Investor complaints pending at the beginning of the quarter - Nil  
No. of Investor complaints received during the quarter - Nil  
No. of Investor complaints disposed off during the quarter - Nil  
No. of Investor complaints remaining unresolved at the end of the quarter - Nil