

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2018

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

CIN	U72200DL2001PLC111313
Registration Date	June 18, 2001
Name of the Company	MAX HEALTHCARE INSTITUTE LIMITED
Address of the Registered office and contact details	N-110, Panchsheel Park, New Delhi – 110017 Phone No. 011- 46097200 Email id – secretarial@maxhealthcare.com Website – www.maxhealthcare.in
Category / Sub-Category of the Company	Public Company Limited by Shares
Whether listed company	Non-Listed
Name, Address and Contact details of Registrar and Transfer Agent, if any	Mas Services Limited (Registrars & Share Transfer Agents) T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 26387281/82/83 Fax:- 26387384 email:- info@masserv.com website : www.masserv.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company

S. No.	Name and description of main services/products	NIC Code of the Service/ Product	% of the total turnover of the Company
1.	<p>Name of Services – Healthcare</p> <p>Description - The Company is engaged in the business of owning, constructing, establishing, managing, operating and/or developing hospitals, clinics, nursing homes, health centres, medical centres in primary/ secondary/ tertiary/ quaternary care, and providing healthcare and medical services (such as technology enabled health care delivery services, health information services and home based care) to third parties and areas allied to healthcare such as wellness, integrated medicine, diagnostics, pathology, in-house pharmacy outlets (which are operated/ managed within the premises of the healthcare facilities operated by the Company and/ or its Subsidiaries), leasing of medical equipment, medical education, nursing college and paramedics college. The Company is also now engaged in to buy, sell, lease, import, export, supply, install, maintain, deal in, let out all kinds of equipment and instrumentation for hospital, dispensaries, clinics, nursing homes, laboratories, blood banks, medical advisor centres and health clubs and to buy, sell, import, export, treat and deal in any kinds of pharmaceuticals, chemicals, medicines and drug</p>	As Per NIC Code 2008 Division is 86	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name & Address of the Company	CIN	Holding/ Subsidiary/Associate	% of Shares	Applicable Section
1	Hometrail Buildtech Private Ltd. Max House, 1, Dr. Jha Marg, Okhla, New Delhi - 110020	U45400DL2008PTC176962	Subsidiary	100% (directly)	Clause (ii) of sub-section 87 of Section 2 of the Companies Act, 2013

2	Hometrail Estate Private Ltd. Max House, 1, Dr. Jha Marg, Okhla, New Delhi - 110020	U45400DL2008PTC176963	Subsidiary	100% (directly)	Clause (ii) of sub-section 87 of Section 2 of the Companies Act, 2013
4	Alps Hospital Ltd. Max House, 1, Dr. Jha Marg, Okhla, New Delhi - 110020	U74899DL1989PLC036413	Subsidiary	100% (directly)	Clause (ii) of sub-section 87 of Section 2 of the Companies Act, 2013
5.	Crosslay Remedies Ltd.	U24239DL2002PLC113719	Subsidiary	77.95% (directly)	Clause (ii) of sub-section 87 of Section 2 of the Companies Act, 2013
6.	Saket City Hospitals Private Limited	U85110DL1991PTC042646	Subsidiary	51% (directly)	Clause (ii) of sub-section 87 of Section 2 of the Companies Act, 2013

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

- (i) Category-wise Share Holding – **As per Annexure 2A**
- (ii) Shareholding of Promoters – **As per Annexure 2B**
- (iii) Change in Promoters' Shareholding – **As per Annexure 2C**
- (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) – **Annexure – 2D**
- (v) Shareholding of Directors and Key Managerial Personnel – **As per Annexure – 2E**

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment-

(IN LACS)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Opening Balance as on 01.04.2017	24,823.00	-		24,823.00
ii Interest due but not paid as on 01.04.2017	-			-
ii. Interest Accrued but not due as on 01.04.2017	147.00			147.00
Total (i+ii+iii)	24,970.00	-	-	24,970.00
Change in indebtedness during the financial year				
i. Change in Principal during the period {Addition / (reduction)}	7,030.00			7,030.00
ii. Change in Interest Accrued during the period {Addition / (reduction)}	(29.00)			(29.00)
Indebtedness at the end of the financial year				
i. Principal Closing Balance as on 31.03.2018	31,853.00			31,853.00
ii Interest due but not paid as on 31 03. 2018	-	-	-	-
iii. Interest Accrued but not due as on 31.03.2018	118.00			118.00
Total (i+ii+iii)	31,971.00	-	-	31,971.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Directors, Whole Time Directors and/or Manager

(IN INR)

SN.	Particulars of Remuneration	Name of MD/ WTD/ Manager		Total Amount
1	Gross Salary	Dr. Pradeep Kumar Chowbey	Mr. Rajit Mehta	
	Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	77,99,383	5,57,31,312	6,35,30,695
	Value of Perquisite u/s 17(2) Income Tax Act, 1961.	54,69,573	27,06,407	81,75,980
	Profits in lieu of salary under section 17(3) Income Tax Act, 1961.	--	--	
2.	Stock Options	-	--	
3.	Sweat Equity Shares	--	--	
4.	Commissions As % of profit Others			
5.	Others Provident Fund	3,36,000	10,80,000	14,16,000
	Total A	1,35,84,956	5,95,17,719	7,31,02,675
	Ceiling as per the Act*			

**As per Rule 7 of Chapter XIII of Companies Act, 2013 ceiling limit is not applicable to Max Healthcare Institute Ltd.*

B. Remuneration to other directors

(IN INR)

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	Mr. K N Murthy	Dr. Omkar Goswami	Ms. Roshini Bakshi	
	Fee for attending board committee meetings*	19,00,000	13,00,000	11,00,000	43,00,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	19,00,000	13,00,000	11,00,000	43,00,000
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings*	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)				
	Total Sitting Fees	19,00,000	13,00,000	11,00,000	43,00,000
	Overall Ceiling as per the Act	-	-	-	-

C. Remuneration to key managerial personnel other than MD/ Manager/ WTD.

(IN INR)

SN.	Particulars of Remuneration	Name of MD/ WTD/ Manager	
		Mr. Yogesh Kr. Sareen	Ms. Ruchi Mahajan
1	Gross Salary		
	Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	22608145	47,77,102
	Value of Perquisite u/s 17(2) Income Tax Act, 1961.	39,600	326,535
	Profits in lieu of salary under section 17(3) Income Tax Act, 1961.	0.00	0.00
2.	Stock Options	17336191	-
3.	Sweat Equity Shares	-	-
4.	Commissions As % of profit Others	-	-
5.	Others	-	-
	Total A	39983936	
	Ceiling as per the Act		

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCE – There were no penalties / punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year

ANNEXURE – 2A

Category of Shareholders	No. of Equity Shares held at the beginning of the year[As on 31-March-2017]				No. of Equity Shares held at the end of the year[As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indians									
Bodies Corp.	246848529	8*	246848537	45.95%	266997929	8*	266997937	49.70%	
Total shareholding of Promoter (A1)	246848529	8	246848537	45.95%	266997929	8	266997937	49.70%	
(2) Foreign									
Bodies Corporate	56766451	190082086	246848537	45.95%	266997937	0	266997937	49.70%	
Total shareholding of Promoter (A2)		190082086	246848537	45.95%	266997937	0	266997937	49.70%	
Total shareholding of Promoter(A) = (A1) + (A2)	303614980	190082094	493697074	91.90%	533995866	8	533995874	99.40%	
B. Public Shareholding									
(1) Institutions									
Foreign Financial Institution									
Equity	9090909	31207890	40298799	7.50%	0	0	0	0	
Preference	0	0	0	0	0	0	0	0	
Sub-total (B)(1):-	9090909	31207890	40298799	7.50%	0	0	0	0	

2. Non-Institutions									
b) Individuals	-								
i) Individual shareholders holding nominal share capital upto INR 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of INR 1 lakh	-	3248455	3248455	0.60%	-	3248454	3248454	0.60%	0.00%
c) Others (specify)									
Sub-total (B)(2):-	-	3248455	3248455	0.60%	-	3248454	3248454	0.60%	0.00%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	9090909	34456345	43547254	8.10%		3248454	3248454	0.60%	7.50%
C. Shares held by Custodian for GDR & ADR	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	312705889	224538439	537244328	100%	533995866	3248462	537244328	100%	--

**include shares held by nominee on behalf of Max India Ltd.*

(Shareholding of Promoter) - ANNEXURE – 2B

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Max India Limited	246848537	45.95%	Nil	266997937	49.70%	Nil	3.75%
2	Life Healthcare International (Proprietary) Limited	246848537	45.95%	Nil	266997937	49.70%	Nil	3.75%

(Changes in Promoters' Shareholding) - ANNEXURE – 2C

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Max India Ltd.	At the beginning of the year	246848537	45.95%	246848537	45.95%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	<u>During the year IFC transferred 20149399 shares to Max India Limited and 1 share is transferred by Dr. Pradeep Kumar Chowbey to Max India Limited</u>		266997937	49.70%
	At the end of the year	266997937	49.70%	-	-
SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Life Healthcare International (Proprietary) Ltd.	At the beginning of the year	246848537	45.95%	246848537	45.95%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	<u>During the year IFC transferred 20149400 shares to Life Healthcare</u>		266997937	49.70%
	At the end of the year	266997937	49.70%		

(Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters & Holder of GDR & ADR) - ANNEXURE – 2D

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	1. International Finance Corporation (IFC)				
	At the beginning of the year	40298799 Equity	7.50 %		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	On August 18, 2017, IFC transferred all its shareholding to Max India Limited and Life Healthcare International (Pty) Limited		Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

Shareholding of Directors and Key Managerial Personnel - ANNEXURE – 2E

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Dr. Pradeep Kumar Chowbey (Director – Executive Vice Chairman)				
	At the beginning of the year	2198455	0.41%		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	During the year Dr. Chowbey transferred 1 (One) equity shares to Max India Limited			
	At the end of the year	2198454	0.41%		
2.	Mr. Yogesh Kumar Sareen				
	At the beginning of the year	1*	0%		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil			
	At the end of the year	1*	0%		

*as a nominee of Max India Ltd

For and on behalf of the Board of Directors

Date: August 2, 2018
Place: New Delhi

Sd/-
Rajit Mehta
MD & CEO
(DIN 01604819)

Sd/-
Pradeep K. Chowbey
Executive Vice Chairman
(DIN 01141637)