

**Compliance Report on Corporate Governance**

1. Name of Listed Entity: **Veerhealth Care Limited**

2. Quarter ending: **31st December, 2015**

<b>I. Composition of Board of Directors</b>											
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.	Yogesh M. Shah	ALUPS8269A 00169189	Chairperson - Non-Executive	12-09-2014	-	2	Nil	Nil			
Mr.	Bhavin S. Shah	AANPS7890R 03129574	Executive	12-09-2014	-	1	Nil	Nil			
Ms.	Shruti Y. Shah	DALPS1439H 06952245	Executive	12-09-2014	-	1	Nil	Nil			
Mr.	Arvind M. Shah	AAEPS1810J 01645534	Non-Executive - Independent	12-09-2014	194 months	1	Nil	2			
Mr.	Dharnendra B. Shah	AAFPS7919B 00229621	Non-Executive - Independent	12-09-2014	31 months	1	2	Nil			
Mr.	Mitesh J. Kuvadia	BOXPK4759Q 03256900	Non-Executive - Independent	12-09-2014	16 months	2	4	Nil			
<b>II. Composition of Committees</b>											
Name of Committee			Name of Committee members			Category (Chairperson/Executive/Non-Executive/independent/Nominee)					
1. Audit Committee			Mr. Arvind M. Shah			Chairperson - Non-Executive - Independent					
			Mr. Dharnendra B. Shah			Non-Executive - Independent					
			Mr. Mitesh J. Kuvadia			Non-Executive - Independent					
2. Nomination & Remuneration Committee			Mr. Arvind M. Shah			Chairperson - Non-Executive - Independent					
			Mr. Dharnendra B. Shah			Non-Executive - Independent					
			Mr. Mitesh J. Kuvadia			Non-Executive - Independent					
3. Risk Management Committee			NA			NA					
4. Stakeholders Relationship Committee			Mr. Arvind M. Shah			Chairperson - Non-Executive - Independent					
			Mr. Dharnendra B. Shah			Non-Executive - Independent					
			Mr. Mitesh J. Kuvadia			Non-Executive - Independent					
<b>III. Meeting of Board of Directors</b>											
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 meetings (in number of days)							
14-08-2015	06-11-2015			83							

<b>IV. Meeting of Committees</b>					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days		
<b>Audit Committee</b>					
06-11-2015	Yes. All members of the Committee were present.	14-08-2015	83		
<b>Nomination &amp; Remuneration Committee</b>					
06-11-2015	Yes. All members of the Committee were present.	Nil			
<b>Stakeholders Relationship Committee</b>					
06-11-2015	Yes. All members of the Committee were present.	Nil			
<b>V. Related Party Transactions</b>					
<b>Subject</b>		<b>Compliance status (Yes/No/NA)</b>			
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		NA			
<b>VI. Affirmations</b>					
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.           <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> </ol> </li> <li>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.</li> <li>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.</li> <li>5. The report submitted in the previous quarter has been placed before Board of Directors.</li> </ol>					
<p><b>Bhavin S. Shah</b></p> <p>Sd/- Managing Director DIN: 03129574</p>					