



**Compliance Report on Corporate Governance**

Name of Listed Entity: **Sinclairs Hotels Ltd**  
 Quarter Ended: **31<sup>st</sup> December, 2018**

<b>I. Composition of Board of Directors</b>								
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-executive/ Independent/ Noninee)	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 Regulation)	No of memberships in Audit /Stakeholder Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Navin Chand Suchanti	PAN: AJVPS1957L DIN:00273663	Chairman- Non- Executive	26.05.2017	-	2	2- Audit Committee 2- Stakeholder Committee	0
Mr	Niren Chand Suchanti	PAN: AJWPS2027E DIN:00909388	Non- Executive	03.08.2018	-	2	0	0
Mr	Kunal Bose	PAN:ADAPB9924H DIN: 02891649	Non-Executive Independent	06.09.2014	60 months	1	1- Stakeholder Committee	1- Audit Committee
Ms	Bipasha Mukhopadhyay	PAN:ALQPM1493C DIN: 02686217	Non-Executive Independent	Resigned on 09.11.2018	-	0	0	0
Mr	Dip Narayan Mitra	PAN:AEPPM3938J DIN:05016332	Non-Executive Independent	23.06.2017	36 months	1	1- Audit Committee	1- Stakeholder Committee
Ms	Kumkum Gupta	PAN: ADXPG9380R DIN: 01575451	Non-Executive Independent	09.11.2018	12 months	1	0	0

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 e: ir@sinclairshotels.com, www.sinclairsindia.com  
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(2)

<b>II. Composition of Committee</b>		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-executive/independent/Nominee)
1. Audit Committee	Mr Kunal Bose Mr Navin Chand Suchanti Mr Dip Narayan Mittra	Chairman – Non executive Independent Member-Non executive Member-Non executive Independent
2. Nomination & Remuneration Committee	Mr Kunal Bose Mr Dip Narayan Mittra Ms Kumkum Gupta	Chairman – Non executive Independent Member- Non executive Independent Member- Non executive Independent
3. Risk Management Committee(if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	Mr Dip Narayan Mittra Mr Navin Chand Suchanti Mr Kunal Bose	Chairman – Non executive Independent Member- Non executive Member-Non executive Independent
5. Corporate Social Responsibility Committee	Dr Niren Chand Suchanti Mr Navin Chand Suchanti Mr Dip Narayan Mittra  Mr Kunal Bose	Chairman-Non executive Member-Non executive Member-Non executive Independent Member-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 (in number of days)
14.08.2018	09.11.2018	86 days

<b>IV. Meeting of Committees</b>			
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*
09.11.2018	Audit Committee: 3	14.08.2018	86 days

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

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<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	Yes
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 & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Corporate Social Responsibility Committee
  - e. Risk Management committee (applicable to the top 100 listed entities) – N.A.
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. The report submitted in the previous quarter has been placed before Board of Directors.

For Sinclairs Hotels Ltd

Sangita Agarwal  
Company Secretary

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