



Compliance Report on Corporate Governance

Name of Listed Entity: **Sinclairs Hotels Ltd**

Quarter Ended: **30th June 2019**

I. Composition of Board of Directors								
Title (Mr /Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-executive/Independent/Non minee)	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
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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Sinclairs Hotels Limited

Regd. Office : Pressman House, 10A Lee Road, Kolkata 700 020, t: 40310800/0801/0802/0803 f: (033) 40310813
e: ir@sinclairshotels.com, www.sinclairsindia.com

CIN : L55101WB1971PLC028152

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(2)

II. Composition of Committee		
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 Mitra	Chairman – Non executive Independent Member-Non executive Member-Non executive Independent
2. Nomination & Remuneration Committee	Mr Kunal Bose Mr Dip Narayan Mitra 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 Mitra 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 Mitra Mr Kunal Bose	Chairman-Non executive Member-Non executive Member-Non executive Independent Member-Non executive Independent

III. Meeting of Board of Directors		
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)
11.02.2019	21.05.2019	98 days

IV. Meeting of Committees			
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*
21.05.2019	Audit Committee: 3	11.02.2019	98 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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V. Related Party Transactions	
Subject	Compliance status(Yes/No/NA)
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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