



Compliance Report on Corporate Governance

Name of Listed Entity: **Sinclairs Hotels Ltd**
 Quarter Ended: **30th September, 2019**

Title (Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/Non-executive/Independent/ Nominee)	Initial date of appointment	Date of Re-appointment	Date of Cessation	Tenure (months)	Date of Birth
Mr	Navin Chand Suchanti	PAN: AJVPS1957L DIN: 00273663	Chairman-Non-Executive	30-06-1990	26-05-2017	-	-	15-10-1953
Mr	Niren Chand Suchanti	PAN: AJWPS2027E DIN: 00909388	Non- Executive	30-06-1990	03-08-2018	-	-	17-04-1949
Mr	Kunal Bose	PAN: ADAPB9924H DIN: 02891649	Non-Executive Independent	19-12-2009	06-09-2019	-	36	04-01-1945
Mr	Dip Narayan Mitra	PAN: AEPPM3938J DIN: 05016332	Non-Executive Independent	23-06-2017	-	-	36	18-11-1953
Ms	Kumkum Gupta	PAN: ADXPG9380R DIN: 01575451	Non-Executive Independent	09-11-2018	-	-	36	28-02-1955

Title (Mr/ Ms)	Name of the Director	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 provision to regulation 17A(1)]	No of memberships in Audit /Stakeholder Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Navin Chand Suchanti	2	0	2- Audit Committee 2- Stakeholder Committee	0
Ms	Niren Chand Suchanti	2	0	0	0
Mr	Kunal Bose	1	1	1- Stakeholder Committee	1- Audit Committee
Mr	Dip Narayan Mitra	1	1	1- Audit Committee	1- Stakeholder Committee
Ms	Kumkum Gupta	1	1	0	0
Whether Regular Chairperson appointed (Yes/No): Yes					
Whether Chairperson is related to Managing Director or CEO(Yes/No) : No					

Sinclairs Hotels Limited

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II. Composition of Committee					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr Kunal Bose	Chairman – Non executive Independent	06-09-2019	
		Mr Navin Chand Suchanti	Member-Non executive	26-05-2017	
		Mr Dip Narayan Mittra	Member-Non executive Independent	23-06-2017	
2. Nomination & Remuneration Committee	Yes	Mr Kunal Bose	Chairman – Non executive Independent	06-09-2019	
		Mr Dip Narayan Mittra	Member- Non executive Independent	23-06-2017	
		Ms Kumkum Gupta	Member- Non executive Independent	09-11-2018	
3. Risk Management Committee (if applicable)	NA	NA	NA	NA	NA
4. Stakeholders Relationship Committee	Yes	Mr Dip Narayan Mittra	Chairman – Non executive Independent	23-06-2017	
		Mr Navin Chand Suchanti	Member- Non executive	26-05-2017	
		Mr Kunal Bose	Member-Non executive Independent	06-09-2019	
5. Corporate Social Responsibility Committee	Yes	Dr Niren Chand Suchanti	Chairman-Non executive	03-08-2018	
		Mr Navin Chand Suchanti	Member-Non executive	26-05-2017	
		Mr Dip Narayan Mittra	Member-Non executive	23-06-2017	
		Mr Kunal Bose	Independent Member-Non executive Independent	06-09-2019	

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	Whether requirement of Quorum met* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
21-05-2019	13-08-2019	Yes	4	2	83

* to be filled in only for the current quarter meetings

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IV. Meeting of Committees					
Date (s) of Meeting (if any) in the previous quarter	Whether requirement of quorum met (details) (Yes/No)*	Number of Directors present*	Number of independent directors present*	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	3	2	13-08-2019	83 days

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

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

The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Audit Committee

Nomination & Remuneration Committee

Stakeholders Relationship Committee

Corporate Social Responsibility Committee

Risk Management committee (applicable to the top 100 listed entities) – **N.A.**

The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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.

The report submitted in the previous quarter has been placed before Board of Directors.

For Sinclairs Hotels Ltd

Company Secretary

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Compliance Report on Corporate Governance

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

Half year ended: **30th September, 2019**

I. Affirmation		
Board heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For Sinclairs Hotels Ltd

Company Secretary

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BURDWAN | DARJEELING | DOOARS | KALIMPONG | OOTY | PORT BLAIR | SILIGURI