



## Quarterly Compliance Report on Corporate Governance

Name of the Company : **SINCLAIRS HOTELS LIMITED**

Quarter ended : **31<sup>ST</sup> MARCH, 2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes/ No/N.A.	Remarks
<b>II. Board of Directors</b>	49(II)	Yes	
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non Executive Directors' compensation & disclosure	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (III D)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49(III)	Yes	
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of information by Audit Committee	49(IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49(V)	N.A.	The Company does not have any subsidiary
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49(VIII)	Yes	
(A) Related Party transactions	49(VIIIA)	Yes	Will be complied with at the AGM
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	-Do-
(C) Remuneration of Directors	49(VIIIC)	Yes	-Do-
(D) Management	49(VIIID)	Yes	-Do-
(E) Shareholders	49 (VIIIE)	Yes	-Do-
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	The Company did not make any issue
<b>IX CEO / CFO Certification</b>	49 (IX)	Yes	Will be complied with at the AGM
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	-Do-
<b>XI. Compliance</b>	49 (XI)	Yes	-Do-

### Sinclairs Hotels Limited

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