



SINCLAIRS

HOTELS *and* RESORTS

Compliance Report on Corporate Governance

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

Quarter Ended: **30th September, 2022**

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 Non Independent Director	30-06-1990	05-08-2021	-	-	15-10-1953
Mr	Niren Chand Suchanti	PAN: AJWPS2027E DIN: 00909388	Non- Executive Non Independent Director	30-06-1990	27-08-2020	-	-	17-04-1949
Ms	Pramina Suchanti	PAN: AKUPS8080L DIN: 00273736	Non- Executive Non Independent Director	09-07-2020	-	-	-	21-11-1958
Mr	Kunal Bose	PAN: ADAPB9924H DIN: 02891649	Non-Executive Independent Director	19-12-2009	06-09-2019	06-09-2022	36	04-01-1945
Mr	Dip Narayan Mittra	PAN: AEPPM3938J DIN: 05016332	Non-Executive Independent Director	23-06-2017	23-06-2020	-	63	18-11-1953
Ms	Kumkum Gupta	PAN: ADXPG9380R DIN: 01575451	Non-Executive Independent Director	09-11-2018	09-11-2021	-	46	28-02-1955
Mr	Sanjeev Khandelwal	PAN: AFCKP2361R DIN: 00419799	Non-Executive Independent Director	26-05-2022	-	-	4	15-11-1960

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
Ms	Pramina Suchanti	1	0	0	0
Mr	Kunal Bose	0	0	0	0
Mr	Dip Narayan Mittra	1	1	1- Audit Committee	1- Stakeholder Committee
Ms	Kumkum Gupta	1	1	0	0
Mr	Sanjeev Khandelwal	1	1	1- Stakeholder Committee	1- Audit Committee
Whether Regular Chairperson appointed (Yes/No): Yes					
Whether Chairperson is related to Promoter(Yes/No) : Yes					

Sinclairs Hotels Limited

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e: cs@sinclairshotels.com, CIN: L55101WB1971PLC028152

A MSME Enterprise : Registration No. UDYAM-WB-10-0004205

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

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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 Sanjeev Khandelwal Mr Navin Chand Suchanti Mr Dip Narayan Mitra Mr Kunal Bose	Chairman – Non executive Independent Director Member-Non executive Non Independent Director Member-Non executive Independent Director Chairman – Non executive Independent Director	11-08-2022 27-08-2019 23-06-2020 06-09-2019	06-09-2022
2. Nomination & Remuneration Committee	Yes	Mr Sanjeev Khandelwal Mr Dip Narayan Mitra Ms Kumkum Gupta Mr Kunal Bose	Chairman – Non executive Independent Director Member- Non executive Independent Director Member- Non executive Independent Director Chairman – Non executive Independent Director	11-08-2022 23-06-2020 09-11-2018 06-09-2019	06-09-2022
3. Risk Management Committee	NA	Not Applicable	Not Applicable	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Yes	Mr Dip Narayan Mitra Mr Navin Chand Suchanti Mr Sanjeev Khandelwal Mr Kunal Bose	Chairman – Non executive Independent Director Member-Non executive Non Independent Director Member-Non executive Independent Director Member-Non executive Independent Director	23-06-2020 27-08-2019 11-08-2022 06-09-2019	06-09-2022
5. Corporate Social Responsibility Committee	NA	Not Applicable	Not Applicable	Not Applicable	Not Applicable

III. Meeting of Board of Directors						
Date(s) of Meeting in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* (Yes/No)	Total Number of Directors as on the date of meeting	Number of Directors present* (All including Independent Directors)	Number of Independent Directors present*	Maximum gap between any two consecutive (in number of days)
26-05-2022	11-08-2022	Yes	7	7	4	76

* to be filled in only for the current quarter meetings

IV. Meeting of Committees							
Date (s) of Meeting in the previous quarter	Whether requirement of quorum met (details) (Yes/No)*	Total Number of Directors as on the date of meeting	Number of Directors present* (All including Independent Directors)	Number of Independent Directors present*	Number of member present other than Board of Directors	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*
26-05-2022	Audit Committee: Yes	7	3	2	0	11-08-2022	76

* This information has to be mandatorily 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	NA
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- **N.A**
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.

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 and Compliance Officer

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Disclosure of Loans / guarantees / comfort letters / securities etc for half year ended: 30th September, 2022

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For Sinclairs Hotels Limited



B L Soni
Chief Financial Officer

Sinclairs Hotels Limited

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