



July 20, 2023

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata 700 001

Scrip Code: 523023

Scrip Code: 29074

Dear Sir,

Sub: Compliance with Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015

Please find enclosed Compliance Report on Corporate Governance for the Quarter ended June 30, 2023.

This is being given to you in terms of Listing Regulations.

Thanking you,
Yours faithfully
For Sinclairs Hotels Limited

Debolina Karmakar
Company Secretary
Membership No – A62738

Encl: As above

Sinclairs Hotels Limited

Regd. Office: 147, Block G, New Alipore, Kolkata 700053, t:9007540731
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
www.sinclairsindia.com



SINCLAIRS

HOTELS *and* RESORTS

Compliance Report on Corporate Governance

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

Quarter Ended: **30th June, 2023**

| 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 | 22-07-2022 | - | - | 17-04-1949 |
| Ms | Pramina Suchanti | PAN: AKUPS8080L DIN: 00273736 | Non- Executive Non Independent Director | 09-07-2020 | - | - | - | 21-11-1958 |
| Mr | Dip Narayan Mittra | PAN: AEPPM3938J DIN: 05016332 | Non-Executive Independent Director | 23-06-2017 | 23-06-2020 | 23-06-2023 | 71 | 18-11-1953 |
| Ms | Kumkum Gupta | PAN: ADXPG9380R DIN: 01575451 | Non-Executive Independent Director | 09-11-2018 | 09-11-2021 | - | 55 | 28-02-1955 |
| Mr | Sanjeev Khandelwal | PAN: AFCPK2361R DIN: 00419799 | Non-Executive Independent Director | 26-05-2022 | - | - | 13 | 15-11-1960 |
| Mr | Sushil Kumar Mor | PAN: AEXPM9623E DIN: 00274066 | Non-Executive Independent Director | 23-05-2023 | - | - | 01 | 25-04-1954 |

| 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 | 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 |
| Mr | Sushil Kumar Mor | 1 | 1 | 1- Audit Committee | 1- Stakeholder Committee |
| Whether Regular Chairperson appointed (Yes/No): Yes | | | | | |
| Whether Chairperson is related to Promoter(Yes/No) : Yes | | | | | |

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SINCLAIRS

HOTELS *and* RESORTS

| 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 Mittra Mr. Sushil Kumar Mor | Chairman – Non executive Independent Director Member-Non executive Non Independent Director Member-Non executive Independent Director Member-Non executive Independent Director | 11-08-2022 27-08-2019 23-06-2020 23-05-2023 | 23-06-2023 |
| 2.Nomination & Remuneration Committee | Yes | Mr Sanjeev Khandelwal Mr Dip Narayan Mittra Ms Kumkum Gupta Mr. Sushil Kumar Mor | Chairman – Non executive Independent Director Member- Non executive Independent Director Member- Non executive Independent Director Member-Non executive Independent Director | 11-08-2022 23-06-2020 09-11-2018 23-05-2023 | 23-06-2023 |
| 3. Risk Management Committee | NA | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 4. Stakeholders Relationship Committee | Yes | Mr Dip Narayan Mittra Mr Navin Chand Suchanti Mr Sanjeev Khandelwal Mr. Sushil Kumar Mor | Chairman – Non executive Independent Director Member-Non executive Non Independent Director Member-Non executive Independent Director Chairman-Non executive Independent Director | 23-06-2020 27-08-2019 11-08-2022 23-05-2023 | 23-06-2023 |
| 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) |
| 14-02-2023 | 23-05-2023 | Yes | 6 | 6 | 3 | 97 |

* 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* |
| 14-02-2023 | Audit Committee: Yes | 6 | 3 | 2 | 0 | 23-05-2023 | 97 |

* This information has to be mandatorily given to the 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 |

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| | |
|--|-----|
| 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.

For Sinclairs Hotels Ltd

Debolina Karmakar
Company Secretary and Compliance Officer
Membership No – A6273

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