



Compliance Report on Corporate Governance

Name of Listed Entity: **Sinclairs Hotels Ltd**
 Quarter Ended: **31st December, 2016**

I. Composition of Board of Directors								
Title (Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-executive/ Independent/ Nominee)	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	Niren Chand Suchanti	PAN: AJWPS2027E DIN: 00909388	Chairman- Non Executive	23.09.2016	N.A.	2	Nil	Nil
Mr	Navin Chand Suchanti	PAN: AJVPS1957L DIN: 00273663	Managing Director	01.04.2016	N.A.	2	2- Audit Committee 2- Stakeholder Committee	Nil
Mr	Rohan Sikri	PAN: AOPPS3087L DIN: 00216343	Non-executive	31.07.2015	N.A.	1	1- Stakeholder Committee	Nil
Mr	Kunal Bose	PAN: ADAPB9924H DIN: 02891649	Non executive Independent	06.09.2014	5 years	1	Nil	1- Audit Committee 1- Stakeholder Committee
Mr	Aseem Kohli	PAN: AHUPK7588A DIN: 03641398	Non-executive Independent	26.02.2013	5 Years	1	Nil	Nil
Ms	Preeti Khicha	PAN: ARJPS5067R DIN: 05108059	Non-executive	Resigned on 12.11.2016	N.A.	Nil	Nil	Nil
Mr	Subrahmoneyan Chandrasekhar	PAN: ALKPS7554G DIN: 00024780	Non executive Independent	11.04.2016	4 Years	2	2-Audit Committee	Nil
Mr	Sumit Ratnakar Guha	PAN: ACXPG0604M DIN: 00492245	Non executive Independent	12.02.2016	1 year	1	Nil	Nil
Ms	Bipasha Mukhopadhyay	PAN: ALQPM1493C DIN: 02686217	Non executive Independent	12.11.2016	3 Years	1	Nil	Nil

Sinclairs Hotels Limited

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CIN : L55101WB1971PLC028152

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 Subrahmoneyan Chandrasekhar	Chairman – Non executive Independent Member-Executive Member-Non executive Independent
2. Nomination & Remuneration Committee	Mr Kunal Bose Mr Rohan Sikri Mr Sumit Ratnakar Guha	Chairman – Non executive Independent Member-Non Executive Member- Non executive Independent
3. Risk Management Committee(if applicable)	Nil	Nil
4. Stakeholders Relationship Committee	Mr Kunal Bose Mr Rohan Sikri Mr Navin Chand Suchanti	Chairman – Non executive Independent Member-Non Executive Member- Executive
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)
12.08.2016	12.11.2016	91days

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*
12.11.2016	Audit Committee: Mr Kunal Bose, Chairman Mr Navin Chand Suchanti, Member Mr Subrahmoneyan Chandrasekhar, Member	12.08.2016	91 days
12.11.2016	Nomination & Remuneration Committee: Mr Kunal Bose, Chairman Mr Sumit Ratnakar Guha, Member	--	--

* 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. 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

A handwritten signature in black ink that reads "Sangita Agarwal".

Sangita Agarwal
Company Secretary

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