

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
**[Under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]**

1. Name of Entity: **SINCLAIRS HOTELS LIMITED**
2. Quarter ending: **SEPTEMBER 30, 2024**

<b>I. Composition of Board of Directors</b>												
<b>Title (Mr./ Ms.)</b>	<b>Name of the Director</b>	<b>DIN</b>	<b>Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)</b>	<b>Initial Date of Appointment</b>	<b>Date of Reappointment</b>	<b>Date of Cessation</b>	<b>Tenure (in months)</b>	<b>Date of Birth</b>	<b>No. of Directorship in listed entities including this listed entity (in reference to Regulation 17A (1))</b>	<b>No. of Independent Directorship in listed entities including this listed entity (in reference to proviso to Regulation 17A(1))</b>	<b>Number of memberships# in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
MR.	NAVIN CHAND SUCHANTI	<b>DIN:</b> 00273663	Chairperson, Non-Executive Non-Independent Director	30-06-1990	-	-	-	15-10-1953	1	0	2	0
MR.	NIREN CHAND SUCHANTI	<b>DIN:</b> 00909388	Non-Executive Non-Independent Director	30-06-1990	-	-	-	17-04-1949	2	0	0	0
MS.	PRAMINA SUCHANTI	<b>DIN:</b> 00273736	Non-Executive Non-Independent Director	09-07-2020	-	-	-	21-11-1958	1	0	0	0
MS.	KUMKUM GUPTA	<b>DIN:</b> 01575451	Non-Executive Independent Director	09-11-2018	09-11-2021	-	70	28-02-1955	1	1	0	0
MR.	SANJEEV KHANDELWAL	<b>DIN:</b> 00419799	Non-Executive Independent Director	26-05-2022	-	-	28	15-11-1960	1	1	2	1
MR.	SUSHIL KUMAR MOR	<b>DIN:</b> 00274066	Non-Executive Independent Director	23-05-2023	-	-	16	25-04-1954	1	1	2	1
		Whether Regular chairperson appointed: Yes										
		Whether Chairperson is related to Managing Director or CEO: Not applicable										
# No. of Membership also includes Chairmanship												

II. Composition of Committees						
Name of Committee	Whether Regular Chairperson Appointed	DIN	Name of Committee members	Date of Appointment	Date of Cessation	Category (Chairperson/ Executive/Non-Executive/independent/ Nominee) &
1. Audit Committee	Yes	00419799	Mr. Sanjeev Khandelwal	11-08-2022	-	Chairman – Non-Executive-Independent
		00274066	Mr. Sushil Kumar Mor	23-06-2023	-	Non-Executive-Independent
		00273663	Mr. Navin Suchanti	27-08-2019	-	Non-Executive-Non Independent
2. Nomination & Remuneration Committee	Yes	00419799	Mr. Sanjeev Khandelwal	11-08-2022	-	Chairman – Non-Executive-Independent
		00274066	Mr. Sushil Kumar Mor	23-06-2023	-	Non-Executive-Independent
		01575451	Ms. Kumkum Gupta	09-11-2018	-	Non-Executive-Independent
4. Stakeholders Relationship Committee	Yes	00274066	Mr. Sushil Kumar Mor	23-06-2023	-	Chairman – Non-Executive-Independent
		00419799	Mr. Sanjeev Khandelwal	11-08-2022	-	Non-Executive-Independent
		00273663	Mr. Navin Suchanti	27-08-2019	-	Non-Executive-Non Independent

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

### 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*	Total Number of Directors as on the date of meeting	Number of Directors Present*	Number of Independent Directors Present*	Maximum gap between any two consecutive meetings (in number of days) *
21-05-2024	09-08-2024	Yes	6	6	3	79 days (excluding date of meetings)

\* to be filed only for current quarter meetings

### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Total Number of Directors in the Committee as on date of the meeting	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**
<b>AUDIT COMMITTEE:</b>						
09-08-2024	Yes	3	3	2	21-05-2024	79 days (excluding date of meetings)
<b>STAKEHOLDERS RELATIONSHIP COMMITTEE:</b>						
09-08-2024	Yes	3	3	2	-	-

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

\*\* to be filed only for current quarter meetings.

## V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

### Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: Yes
  2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015:
    - a. Audit Committee: Yes
    - b. Nomination & Remuneration Committee: Yes
    - c. Stakeholders Relationship Committee: Yes
    - d. Risk Management Committee (applicable to the top 1000 listed entities): Not applicable
  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.: Yes
  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.: Yes
  5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.: Yes
- Any comments/observations/advice of Board of Directors may be mentioned here: NIL

FOR SINCLAIRS HOTELS LIMITED




Ananna Sarkar  
Company Secretary & Compliance Officer  
M. No.: A36737

Place: Kolkata  
Date: 19.10.2024

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
**[Under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]**

1. Name of Entity: **SINCLAIRS HOTELS LIMITED**
2. Quarter ending: **SEPTEMBER 30, 2024**

<b>Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
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
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para-C of Schedule V	Yes
<p><b>Note</b></p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p><b>FOR SINCLAIRS HOTELS LIMITED</b></p> <p></p> <p><b>Ananna Sarkar</b>  <b>Company Secretary &amp; Compliance Officer</b>  <b>M. No.: A36737</b></p> <p>Place: Kolkata  Date: 19.10.2024</p>		

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
**[Under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]**

Name of Entity: **SINCLAIRS HOTELS LIMITED**

Half year ending: **SEPTEMBER 30, 2024**

**I. Disclosure of Loans / guarantees / comfort letters / securities etc. (refer note below)**

(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	0.00	0.00
Promoter Group or any other entity controlled by them	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	0.00
KMPs or any other entity controlled by them	0.00	0.00

(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	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00

(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	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00

**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: **Yes**

**FOR SINCLAIRS HOTELS LIMITED**



**B L SONI**  
**CHIEF FINANCIAL OFFICER**

Place: Kolkata  
Date: 19.10.2024

**Note**

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
  - by a government company to/ for the Government or government company*
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
  - by a banking company or an insurance company; and*
  - by the listed entity to its employees or directors as a part of the service conditions*
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.*