

**Annexure I**

Compliance Report on Corporate Governance

Name of Listed Entity: **Sinclair's Hotels Ltd**

Quarter Ended **30<sup>th</sup> September, 2021**

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

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	0	0	0	0
Mr	Kunal Bose	1	1	1- Stakeholder Committee	1- Audit Committee
Mr	Dip Narayan Mitra	1	1	1- Audit Committee	1- Stakeholder Committee
Ms	Kumkum Gupta	1	1	0	0
<b>Whether Regular Chairperson appointed (Yes/No): Yes</b>					
Whether Chairperson is related to Managing Director or CEO(Yes/No) : No					

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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 Kunal Bose	Chairman – Non executive Independent	06-09-2019	
		Mr Navin Chand Suchanti	Member-Non executive	27-08-2019	
		Mr Dip Narayan Mitra	Member-Non executive Independent	23-06-2020	
2. Nomination & Remuneration Committee	Yes	Mr Kunal Bose	Chairman – Non executive Independent	06-09-2019	
		Mr Dip Narayan Mitra	Member- Non executive Independent	23-06-2020	
		Ms Kumkum Gupta	Member- Non executive Independent	09-11-2018	
3. Risk Management Committee (if applicable)	NA	NA	NA	NA	NA
4. Stakeholders Relationship Committee	Yes	Mr Dip Narayan Mitra	Chairman – Non executive Independent	23-06-2020	
		Mr Navin Chand Suchanti	Member- Non executive	27-08-2019	
		Mr Kunal Bose	Member-Non executive Independent	06-09-2019	
5. Corporate Social Responsibility Committee	Yes	Dr Niren Chand Suchanti	Chairman-Non executive	27-08-2020	
		Mr Navin Chand Suchanti	Member-Non executive	27-08-2019	
		Mr Dip Narayan Mitra	Member-Non executive	23-06-2020	
		Mr Kunal Bose	Independent Member-Non executive Independent	06-09-2019	

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* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
15-06-2021	12-08-2021	Yes	6	3	57

\* to be filled in only for the current quarter meetings

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IV. Meeting of Committees					
Date (s) of Meeting ( if any) in the previous quarter	Whether requirement of quorum met (details) (Yes/No)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*
15-06-2021	Audit Committee: Yes	3	2	12-08-2021	57

\* This information has to be mandatorily given for 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
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

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

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



Company Secretary

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**Annexure III**

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

Half year ended: **30<sup>th</sup> September, 2021**

<b>I. Affirmation</b>		
<b>Board 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
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For Sinclairs Hotels Ltd

Company Secretary

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**Annexure IV**

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

Half year ended: **30<sup>th</sup> September, 2021**

**I. Disclosure of Loans / guarantees / comfort letters / securities etc**

(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

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(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

**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..

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