



SINCLAIRS

HOTELS *and* RESORTS

Compliance Report on Corporate Governance

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

Quarter Ended: **31st December, 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 | Dip Narayan Mittra | PAN: AEPPM3938J DIN: 05016332 | Non-Executive Independent Director | 23-06-2017 | 23-06-2020 | - | 66 | 18-11-1953 |
| Ms | Kumkum Gupta | PAN: ADXPG9380R DIN: 01575451 | Non-Executive Independent Director | 09-11-2018 | 09-11-2021 | - | 49 | 28-02-1955 |
| Mr | Sanjeev Khandelwal | PAN: AFCPK2361R DIN: 00419799 | Non-Executive Independent Director | 26-05-2022 | - | - | 7 | 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 | 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 | | | | | |

Sinclair's 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

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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 | Chairman – Non executive Independent Director Member-Non executive Non Independent Director Member-Non executive Independent Director | 11-08-2022 27-08-2019 23-06-2020 | |
| 2. Nomination & Remuneration Committee | Yes | Mr Sanjeev Khandelwal Mr Dip Narayan Mitra Ms Kumkum Gupta | Chairman – Non executive Independent Director Member- Non executive Independent Director Member- Non executive Independent Director | 11-08-2022 23-06-2020 09-11-2018 | |
| 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 | Chairman – Non executive Independent Director Member-Non executive Non Independent Director Member-Non executive Independent Director | 23-06-2020 27-08-2019 11-08-2022 | |
| 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) |
| 11-08-2022 | 14-11-2022 | Yes | 6 | 6 | 3 | 94 |

* 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* |
| 11-08-2022 | Audit Committee: Yes | 6 | 3 | 2 | 0 | 14-11-2022 | 94 |

* 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 | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes |

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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

A handwritten signature in black ink that reads "Kriti Kochhar".

Company Secretary and Compliance Officer

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