



**SINCLAIRS**  
HOTELS *and* RESORTS

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

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# SINCLAIRS

## HOTELS and RESORTS

### Compliance Report on Corporate Governance

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

Quarter Ended: **30<sup>th</sup> 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 Mitra	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 Mitra	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
<b>Whether Regular Chairperson appointed (Yes/No): Yes</b>					
Whether Chairperson is related to Promoter(Yes/No) : Yes					

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# SINCLAIRS

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

## Sinclair's Hotels Limited

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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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