

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: **DECEMBER 31, 2023**

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure (in months)	Date of Birth	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 proviso to Regulation 17A(1))	Number of memberships [#] in Audit/ Stakeholder Committee(s) 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	DIN: 00273663	Chairperson, Non-Executive Non-Independent Director	30-06-1990	-	-	-	15-10-1953	1	0	2	0
MR.	NIREN CHAND SUCHANTI	DIN: 00909388	Non-Executive Non-Independent Director	30-06-1990	-	-	-	17-04-1949	1	0	0	0
MS.	PRAMINA SUCHANTI	DIN: 00273736	Non-Executive Non-Independent Director	09-07-2020	-	-	-	21-11-1958	1	0	0	0
MS.	KUMKUM GUPTA	DIN: 01575451	Non-Executive Independent Director	09-11-2018	09-11-2021	-	61	28-02-1955	1	1	0	0
MR.	SANJEEV KHANDELWAL	DIN: 00419799	Non-Executive Independent Director	26-05-2022	-	-	19	15-11-1960	1	1	2	1
MR.	SUSHIL KUMAR MOR	DIN: 00274066	Non-Executive Independent Director	23-05-2023	-	-	7	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) *
10-08-2023	09-11-2023	Yes	6	6	3	90 days (excluding date of meetings)
	15-12-2023	Yes	6	6	3	35 days (excluding date of meetings)
	22-12-2023	Yes	6	6	3	6 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**
AUDIT COMMITTEE:						
09-11-2023	Yes	3	3	2	10-08-2023	90 days (excluding date of meetings)
NOMINATION & REMUNERATION COMMITTEE						
15-12-2023	Yes	3	3	3	05-07-2023	162 days (excluding date of meetings)

* 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

Whether prior approval of audit committee obtained
Whether shareholder approval obtained for material RPT
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee

Compliance status (Yes/No/NA) refer note below

YES

N.A.

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: 12.01.2024