

## CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - **Hotel Leelaventure Limited**  
 2. Quarter ending - **30-Jun-2018**

<b>I. Composition of Board of Directors</b>										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directors hip in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Vivek Nair	00005870	AABPN2407K	C & ED	01-Apr-2016		60	1	2	0
Mr.	Dinesh Nair	00006609	AABPN2344K	ED	01-Apr-2016		60	1	0	0
Mrs.	Anna Malhotra	00005903	AEHPA7187D	ID	01-Apr-2014		60	1	1	0
Mr.	Vinay Kapadia	07958301	ABKPK1244K	ID	07-Oct-2017		60	1	0	2
Mr.	Shereveer S. Vakil	08068987	ACUPV5913B	ID	14-Feb-2018	26-Apr-2018	60	1	2	0
Mr.	Vijay Sharma	00138852	ANUPS3458F	ID	09-May-2018		60	1	2	0
Ms.	Saija Nair	03623949	ADKPN3441K	ID	30-May-2018		60	1	2	0

## II. Composition of Committees

<b>Audit Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Anna Malhotra	ID	Member
2	Saija Nair	ID	Member
3	Vijay Sharma	ID	Member
4	Vivek Nair	C & ED	Member
5	Vinay Kapadia	ID	Chairperson

<b>Stakeholders Relationship Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Saija Nair	ID	Member
2	Vijay Sharma	ID	Member
3	Vinay Kapadia	ID	Chairperson
4	Vivek Nair	C & ED	Member

<b>Risk Management Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

<b>Nomination and Remuneration Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Anna Malhotra	ID	Member
2	Saija Nair	ID	Member
3	Vijay Sharma	ID	Chairperson
4	Vivek Nair	C & ED	Member
5	Vinay Kapadia	ID	Member

<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
09-Feb-2018	09-May-2018	42
27-Mar-2018	30-May-2018	
	11-Jun-2018	

<b>IV. Meeting of Committees</b>				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
				88
Audit Committee	09-May-2018	3	09-Feb-2018	
Nomination & Remuneration Committee	25-Apr-2018	3	12-Jan-2018	
Stakeholders Relationship Committee	25-May-2018	2		
Nomination & Remuneration Committee		3	27-Mar-2018	
Audit Committee	30-May-2018	3		
Audit Committee	11-Jun-2018	4		
Nomination & Remuneration Committee	09-May-2018	3		
Nomination & Remuneration Committee	30-May-2018	2		

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**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 100 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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**Name** : **Alen Ferns**  
**Designation** : **Company Secretary**