

REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity - Hotel Leelaventure Limited
 2. Quarter ending - 30-Sep-2016

I. Composition of Board of Directors										
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 Directorship 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				2	1	0
Mr.	Dinesh Nair	00006609	AABPN2344K	ED				1	0	0
Mrs.	Madhu Nair	00011223	AACPN4316Q	NED				1	0	0
Mr.	V. P. Shetty	00021773	ABTPS5237K	NED				1	0	0
Mr.	Anil Bhatia	01310959	AEIPB2517D	NED				1	0	0
Ms.	K. Hemalatha	07241869	ALFPK9505G	NED				1	0	0
Mrs.	Anna Malhotra	00005903	AEHPA7187D	ID	01-Apr-2014		5	2	2	0
Mr.	Anil Harish	00001685	AAAPH8876M	ID	01-Apr-2014		5	4	3	1
Mr.	Vijay Amritraj	00020077	AADPV1915E	ID	01-Apr-2014		5	1	0	0
Mr.	K. U. Mada	00011395	AACPM8319C	ID	01-Apr-2014		5	3	3	2
Mr.	M. Madhavan Nambiar	03487311	AAAPN9333K	ID	01-Apr-2014		5	3	1	0
Mr.	Ashok G. Rajani	00267748	AABPR8408A	ID	10-Feb-2016		5	1	0	0

II. Composition of Committees

Audit Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Anil Harish	ID	Chairperson
2	M. Madhavan Nambiar	ID	Member
3	K. U. Mada	ID	Member

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	K. U. Mada	ID	Chairperson
2	Anna Malhotra	ID	Member
3	Vivek Nair	C & ED	Member

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

Nomination and Remuneration Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	M. Madhavan Nambiar	ID	Member
2	K. U. Mada	ID	Member
3	Anna Malhotra	ID	Chairperson

III. Meeting of Board of Directors		
<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>
26-May-2016	08-Jul-2016	49
	01-Aug-2016	
	20-Sep-2016	

IV. Meeting of Committees				
<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>
01-Aug-2016	YES	26-May-2016		66
		26-May-2016		
		26-May-2016		

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
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:

Any comments/observations/advice of Board of Directors may be mentioned here: NIL Remark - Composition of Board - Appointment of two independent directors is pending
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Name : Anandghan Bohra
Designation : Company Secretary

Affirmations

<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status</i>
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)	No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

Name : Anandghan Bohra
Designation : Company Secretary