

**Quarterly Compliance Report on Corporate Governance Report**

1. Name of Listed Entity - **Hotel Leela Venture Limited**  
 2. Quarter ending - **30-Sep-2018**

<b>II. Composition of Board of Directors</b>										
Title (Mr./Ms)	Name of the Director	DI N	P A N	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	AA BP N24 07K	C & ED	01-Apr-2016		60	1	2	0
Mr.	Dinesh Nair	00006609	AA BP N23 44K	ED	01-Apr-2016		60	1	0	0
Mr.	Vinay Kapadia	07958301	ABK PK1 244 K	ID	07-Oct-2017		60	1	0	2
Mr.	Vijay Sharma	00138852	AN UPS 345 8F	ID	09-May-2018		60	1	2	0
Ms.	Saija Nair	03623949	AD KPN 344 1K	ID	30-May-2018		60	1	2	0
Mrs.	Anna Malhotra	00005903	AEH PA7 187 D	ID	01-Apr-2014	17-Sep-2018	60	1	0	0

## II. Composition of Committees

<b>Audit 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	Vivek Nair	C & ED	Member
4	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	Vijay Sharma	ID	Member
2	Saija Nair	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	Vinay Kapadia	ID	Member
2	Vivek Nair	C & ED	Member
3	Vijay Sharma	ID	Chairperson
4	Saija Nair	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-May-2018	03-Jul-2018	40
30-May-2018	13-Aug-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>
Audit Committee	13-Aug-2018	4	09-May-2018	40
Nomination & Remuneration Committee		3	25-Apr-2018	
Stakeholders Relationship Committee		2	25-May-2018	
Nomination & Remuneration Committee		3		
Audit Committee		3	30-May-2018	
Audit Committee	03-Jul-2018	4	11-Jun-2018	

Nomination & Remuneration Committee		3	09-May-2018	
Nomination & Remuneration Committee		2	30-May-2018	

<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	Yes
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:

--

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

### ANNEXURE III

#### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>
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)	Yes
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 the Listed Entity would like to provide any other information the same may be indicated here.

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