

**Report on Corporate Governance**

1. Name of Listed Entity - Hotel Leelaventure Limited  
 2. Quarter ending - 30-Jun-2019

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DI N	PA N	Category (Chair person /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	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 Chair person in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Vivek Nair	00005870	AA BP N24 07K	C & ED	MD	01-Apr-2016		60	1	2	0	AC,SC, NRC	
Mr.	Dinesh Nair	00006609	AA BP N23 44K	ED	MD	01-Apr-2016		60	1	0	0	AC,SC, NRC	
Mr.	Vinay Kapadia	07958301	AB KP K12 44K	ID		07-Oct-2017		60	1	0	2	AC,SC, NRC	
Mr.	Vijay Sharma	00138852	AN UP S34 58F	ID		09-May-2018		60	1	2	0	AC,SC, NRC	
Ms.	Saija Nair	03623949	AD KP N34 41K	ID		30-May-2018		60	1	2	0	AC,SC, NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. **Composition of Committees**

a. **Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Vijay Sharma	ID	Member	09-May-2018	
2	Vinay Kapadia	ID	Chairperson	07-Oct-2017	
3	Saija Nair	ID	Member	30-May-2018	
4	Vivek Nair	C & ED	Member	31-Oct-2003	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Saija Nair	ID	Member	30-May-2018	
2	Vivek Nair	C & ED	Member	26-May-2016	
3	Vinay Kapadia	ID	Chairperson	07-Oct-2017	
4	Vijay Sharma	ID	Member	09-May-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
----------------	-----------------------------	-----------------	-------------------------------	-------------------------	-----------------------

Company Remarks	Risk Management Committee is not applicable to the Company
Whether Permanent chairperson appointed	No

d. **Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Saija Nair	ID	Member	30-May-2018	
2	Vivek Nair	C & ED	Member	10-Feb-2017	
3	Vinay Kapadia	ID	Member	07-Oct-2017	
4	Vijay Sharma	ID	Chairperson	09-May-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. **Meeting of Board of Directors**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>
12-Feb-2019	27-May-2019
18-Mar-2019	

Company Remarks	
Maximum gap between any two consecutive (in number of days)	69

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	12-Feb-2019	27-May-2019	4	Yes
Audit Committee	18-Mar-2019		4	Yes
Stakeholders Relationship Committee		27-May-2019	3	Yes
Nomination & Remuneration Committee	12-Feb-2019		3	Yes
Nomination & Remuneration Committee	18-Mar-2019		3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	69

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
--	--

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