CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - Hotel Leela Venture Limited

2. Quarter ending - 31-Mar-2018

I. Co	. Composition of Board of Directors									
Title (Mr./ Ms)	Nam e of the Direc tor	DI N	P A N	Category (Chairper son /Executive/ Non- Executive/ Independe nt/ Nominee)	Date of Appoint ment	Date of cessat ion	Ten ure	No of Director ship in listed entities includin g this listed entity	No of members hips in Audit/ Stakehol der Committ ee(s) including this listed entity	No of post of Chairp erson in Audit/ Stakeh older Commit tee held in listed entities includin g this listed entity
Mr.	Vivek Nair	00 00 58 70	AAB PN2 407 K	C & ED	01-Apr- 2016		60	1	2	0
Mr.	Dine sh Nair	00 00 66 09	AAB PN2 344 K	ED	01-Apr- 2016		60	1	0	0
Mrs.	Anna Malh otra	00 00 59 03	AEH PA7 187 D	ID	01-Apr- 2014		60	1	0	0
Mr.	Vina y Kapa dia	07 95 83 01	ABK PK1 244 K	ID	07-Oct- 2017		60	1	0	2
Mr.	Sher evee r S. Vakil	08 06 89 87	AC UP V59 13B	ID	14-Feb- 2018		60	1	2	0

II. Composition of Comittees

Audit Committee					
Sr. No.	Name of the Director	Category	Chairperson/Membership		
1	Shereveer S. Vakil	ID	Member		
2	Vinay Kapadia	ID	Chairperson		
3	Vivek Nair	C & ED	Member		

Stakeholders Relationship Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	
1	Vivek Nair	C & ED	Member	
2	Shereveer S. Vakil	ID	Member	
3	Vinay Kapadia	ID	Chairperson	

Risk Ma	nagement Committee		
Sr. No.	Name of the Director	Category	Chairperson/Membership

Nomination and Remuneration Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	
1	Vinay Kapadia	ID	Member	
2	Vivek Nair	C & ED	Member	
3	Shereveer S. Vakil	ID	Chairperson	

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	Maximum gap between any two consecutive (in number of days)		
	09-Feb-2018	63		
	27-Mar-2018			
07-Dec-2017				

IV. Meeting of Committee	V. Meeting of Committees				
Name of the committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days) 63	
Audit Committee	09-Feb-2018	YES	07-Dec-2017	.03	
Nomination & Remuneration Committee	12-Jan-2018	YES			
Stakeholders Relationship Committee		YES	07-Dec-2017		
Nomination & Remuneration Committee	27-Mar-2018	YES			

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

Name : Alen Ferns

Designation : Company Secretary

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

Details of business	I. Disclosure on website in terms of Listing Regulations				
Terms and conditions of appointment of independent directors Composition of various committees of board of directors Code of conduct of board of directors and senior management personnel Yes Details of establishment of vigil mechanism/ Whistle Blower policy Yes Policy or dealing with related party transactions Policy for determining 'material' subsidiaries Details of familiarization programmes imparted to independent directors Yes Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances email address for grievance redressal and other relevant details Yes Tinancial results Nes particulars Particulars Regulation Number Independent director(s) have been appointed in terror of specified criteria of 'independent director(s) have been appointed in terms of specified criteria of 'independence' and/or' eligibility' Poard composition 17(1) Yes Plans for orderly succession for 17(4) Plans for orderly succession for 17(6) Peres orderly succession for 17(7) Yes Performance Evaluation of Independent 17(10) Yes Risk Assessment & Management 17(9) Performance Evaluation of Independent 18(1) Composition of Audit Committee 18(1) Regulation Name 18(1) Performance Evaluation of Independent 18(1) Performance Technicate 18(1) Performance Technica				(Yes/No/NA)	
Composition of various committees of board of directors Yes Code of conduct of board of directors and senior management personnel Yes Details of establishment of vigil mechanism/ Whistle Blower policy Yes Criteria of making payments to non-executive directors Yes Policy on dealing with related party transactions Yes Policy on determining material subsidiaries Yes Details of familiarization programmes imparted to independent directors Yes Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances email address for grievance redressal and other relevant details Yes Financial results Yes Shareholding pattern Yes Shareholding pattern Yes Details of agreements entered into with the media companies and/or their associates New name and the old name of the listed entity Not Applicable Il Annual Affirmations Particulars Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been 16(1)(b) & 25(6) Yes Appointed in terms of specified criteria of 'independence' and/or 'eligibility' Not Applicable 17(1) Yes Meeting of Board of directors 17(2) Yes Meeting of Board of directors 17(3) Yes Plans for orderly succession for 17(4) Yes Plans for orderly succession for 17(6) Yes Risk Assessment & Management 17(9) Yes Risk Assessment & Management 17(9) Yes Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Yes Composition of Stakeholder Relationship 20(1) & (2) Yes Committee Composition and role of risk management 21(1),(2),(3),(4) Not Applicable Versiliated Versi					
Details of establishment of vigil mechanism/ Whistle Blower policy Yes	Terms and conditions of appointment of indep	pendent directors			
Details of establishment of vigil mechanism/ Whistle Blower policy Criteria of making payments to non-executive directors Policy on dealing with related party transactions Policy for determining 'material' subsidiaries Potes of the designated officials of the listed entity who are responsible for assisting and handling investor grievances email address for grievance redressal and other relevant details Yes Financial results Pes Shareholding pattern Not Applicable Per Stoulars Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been If (6(1)(b) & 25(6) Pes Particulars Particulars Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been If (17(1) Pes Pes Pes Pes or orderly succession Independence 'and/or 'eligibility' Pes Review of Compliance Reports Independence 'and/or 'eligibility' Pes Plans for orderly succession for Independents Trial Yes Plans for orderly succession for Independents Trial Yes Pes (17(6) Pes Pes (17(7) Pes Pes (17(7) Pes Pes (17(7) Pes (17(7) Pes (17(7) Pes (17(7) Pes (17(7) Per (17(7)					
Criteria of making payments to non-executive directors Policy on dealing with related party transactions Policy for determining "material" subsidiaries Potalis of familiarization programmes imparted to independent directors Potalis of assisting and handling investor grievances Potalis of agreements and other relevant details Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreement entered into with the media companies and/or their associates Potalis of agreements entered into with the media companies and/or their associates Potalis of agreement entered into with the media companies and/or their associates Potalis of agreement entered into with the media companies and/or their associates Potalis of agreement entered into with the media companies and/or their associates Potalis of agreement entered into with the media companies and/or their associates Potalis					
Policy on dealing with related party transactions Policy for determining 'material' subsidiaries Possible for assisting and handling investor grievances email address for grievance redressal and other relevant details Pinancial results Possible for assisting and handling investor grievances Possible for assisting an				1	
Policy for determining 'material' subsidiaries Details of familiarization programmes imparted to independent directors Yes Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances email address for grievance redressal and other relevant details Financial results Shareholding pattern Details of agreements entered into with the media companies and/or their associates Not Applicable Details of agreements entered into with the media companies and/or their associates Not Applicable Il Annual Affirmations Particulars Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition 17(1) Meeting of Board of directors 17(2) Plans for orderly succession for 17(4) Plans for orderly succession for 17(4) Plans for orderly succession for 17(6) Minimum Information 17(6) Pees Compensation 17(7) Yes Minimum Information 17(7) Yes Performance Evaluation of Independent Directors Composition of Audit Committee 18(1) Reeting of Audit Committee 18(2) Composition of Stakeholder Relationship Composition and role of risk management Composition and role of risk management Ves Ves Ves Ves Ves Ves Ves Ve				1	
Details of familiarization programmes imparted to independent directors Yes		ons			
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances email address for grievance redressal and other relevant details Financial results Shareholding pattern Details of agreements entered into with the media companies and/or their associates New name and the old name of the listed entity Not Applicable II Annual Affirmations Particulars Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of independence and/or 'eligibility' Board composition If (1)(1) & 25(6) Pes Plans for orderly succession for appointments Code of Conduct Fees/compensation 17(1) Yes Pees/compensation 17(6) Yes Performance Certificate 17(8) Pes Performance Evaluation of Independent Directors Composition of Audit Committee 18(2) Yes Not Applicable Yes Yes Yes Yes Performance Evaluation of Independent Directors Composition of Stakeholder Relationship Composition and role of risk management Ves Ves Ves Yes Yes Yes Yes Not Applicable Yes Yes Yes Yes Yes Yes Yes Y	Policy for determining 'material' subsidiaries			1	
responsible for assisting and handling investor grievances email address for grievance redressal and other relevant details Financial results Yes Shareholding pattern Petalis of agreements entered into with the media companies and/or their associates New name and the old name of the listed entity Not Applicable Il Annual Affirmations Particulars Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition 17(1) Heeting of Board of directors Review of Compliance Reports Plans for orderly succession for 17(4) Appointments Code of Conduct 17(5) Fees/compensation 17(6) Minimum Information 17(7) Yes Performance Evaluation of Independent Directors Composition of Audit Committee 18(2) Pes Composition of Stakeholder Relationship Committee Vigil Mechanism 22 Yes Not Applicable Yes Omposition of Independent 17(10) Yes Composition of Independent 19(1) & (2) Yes Composition of Independent 19(1) & (2) Yes Committee Vigil Mechanism 22 Yes				Yes	
email address for grievance redressal and other relevant details Yes Financial results Yes Shareholding pattern Yes Details of agreements entered into with the media companies and/or their associates Not Applicable New name and the old name of the listed entity Not Applicable II Annual Affirmations Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of independence' and/or 'eligibility' Yes Board composition 17(1) Yes Review of Compliance Reports 17(2) Yes Review of Compliance Reports 17(3) Yes Plans for orderly succession for appointments 17(4) Yes Code of Conduct 17(5) Yes Fees/compensation 17(6) Yes Minimum Information 17(7) Yes Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent Directors 18(1) Yes Composition of Audit Committee 18(2) Yes Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration committee <td>Contact information of the designated official</td> <td>s of the listed entity who are</td> <td></td> <td>Yes</td>	Contact information of the designated official	s of the listed entity who are		Yes	
Financial results Shareholding pattern Details of agreements entered into with the media companies and/or their associates New name and the old name of the listed entity Not Applicable II Annual Affirmations Particulars Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of independence' and/or 'eligibility' Board composition 17(1) Meeting of Board of directors 17(2) Meeting of Board of directors 17(3) Meeting for orderly succession for appointments Code of Conduct 17(5) Fees/compensation 17(6) Minimum Information 17(7) Ves Risk Assessment & Management Composition of Audit Committee 18(1) Meeting of Audit Committee Composition of Stakeholder Relationship Committee Vigil Mechanism 22 Yes Not Applicable Yes Omposition of Audit Committee 18(1) Yes Composition of Stakeholder Relationship Committee Vigil Mechanism 22 Yes	responsible for assisting and handling investor	or grievances			
Shareholding pattern Details of agreements entered into with the media companies and/or their associates New name and the old name of the listed entity Not Applicable I Annual Affirmations Particulars Regulation Number (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Meeting of Board of directors Review of Compliance Reports Plans for orderly succession for appointments Code of Conduct Fees/compensation 17(5) Fees/compensation 17(6) Mes Resultion Number (Yes/No/NA) Yes Particulars Regulation Number (Yes/No/NA) Yes 16(1)(b) & 25(6) Yes Pes Meeting of Board of directors 17(2) Yes Review of Compliance Reports 17(3) Yes Plans for orderly succession for appointments Code of Conduct 17(5) Yes Minimum Information 17(6) Yes Minimum Information 17(7) Yes Compliance Certificate 17(8) Yes Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent Directors Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Composition of Tomination & remuneration committee Composition of Stakeholder Relationship Composition of Stakeholder Relationship Composition and role of risk management Vigil Mechanism 22 Yes		ner relevant details			
Details of agreements entered into with the media companies and/or their associates New name and the old name of the listed entity Il Annual Affirmations Particulars Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition I7(1) Meeting of Board of directors Plans for orderly succession for appointments Code of Conduct T7(5) Fees/compensation I7(6) Meinimum Information I7(7) Yes Compliance Certificate I7(8) Resessesment & Management I7(9) Performance Evaluation of Independent Directors Composition of Audit Committee I8(1) Composition of Stakeholder Relationship Committee Composition and role of risk management Vigil Mechanism Vot Applicable Not Applicable Not Applicable Not Applicable Not Applicable Not Applicable Not Applicable					
Regulation Number II Annual Affirmations Particulars Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition Meeting of Board of directors Plans for orderly succession for appointments Code of Conduct Fees/compensation Inf(f) Inf(f) Inf(f) Yes Meeting of Board of directors Inf(g) Plans for orderly succession for appointments Code of Conduct Inf(f) Fees/compensation Inf(f) Inf(f) Yes Inf(f) In					
New name and the old name of the listed entity Il Annual Affirmations	Details of agreements entered into with the m	nedia companies and/or thei	r	Not Applicable	
Il Annual Affirmations					
Regulation Number Compliance status (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition 17(1) Yes Meeting of Board of directors 17(2) Yes Review of Compliance Reports 17(3) Yes Plans for orderly succession for appointments 17(6) Yes Minimum Information 17(7) Yes Compliance Certificate 17(8) Yes Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent Directors 18(2) Yes Composition of Stakeholder Relationship Committee 20(1) & (2) Yes Ves Ves Ves Composition and role of risk management committee Vigil Mechanism 22 Yes Ves Ves Ves Ves Composition of Audit Committee 22 Yes Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves Ves		ity		Not Applicable	
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition 17(1) Yes Meeting of Board of directors 17(2) Yes Review of Compliance Reports 17(3) Yes Plans for orderly succession for appointments 17(6) Yes Code of Conduct 17(5) Yes Minimum Information 17(7) Yes Compliance Certificate 17(8) Yes Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent Directors 18(2) Yes Composition of Audit Committee 18(2) Yes Composition of Stakeholder Relationship Committee 21(1),(2),(3),(4) Not Applicable Vigil Mechanism 222 Yes					
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition 17(1) Yes Meeting of Board of directors 17(2) Yes Review of Compliance Reports 17(3) Yes Plans for orderly succession for appointments Code of Conduct 17(5) Yes Fees/compensation 17(6) Yes Minimum Information 17(7) Yes Compliance Certificate 17(8) Yes Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent Directors Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Yes Composition of Stakeholder Relationship Committee Composition and role of risk management 21(1),(2),(3),(4) Not Applicable Vigil Mechanism 22 Yes	Particulars	Regulation Number			
appointed in terms of specified criteria of 'independence' and/or 'eligibility' Board composition 17(1) Yes Meeting of Board of directors 17(2) Yes Review of Compliance Reports 17(3) Yes Plans for orderly succession for appointments Code of Conduct 17(5) Yes Fees/compensation 17(6) Yes Minimum Information 17(7) Yes Compliance Certificate 17(8) Yes Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent Directors Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Yes Composition of Stakeholder Relationship Committee Composition and role of risk management committee Vigil Mechanism 22 Yes			(Yes	s/No/NA)	
independence' and/or 'eligibility' Board composition 17(1) Yes Meeting of Board of directors Review of Compliance Reports 17(3) Plans for orderly succession for appointments Code of Conduct Tr(5) Yes Minimum Information 17(6) Yes Risk Assessment & Management Directors Composition of Audit Committee Meeting of Audit Committee Composition of Stakeholder Relationship Committee Vigil Mechanism 17(1) Yes Yes Yes Yes 17(8) Yes 17(9) Yes 18(1) Yes Yes 20(1) & (2) Yes Not Applicable Ves Vigil Mechanism 22 Yes		16(1)(b) & 25(6)	Yes		
Board composition17(1)YesMeeting of Board of directors17(2)YesReview of Compliance Reports17(3)YesPlans for orderly succession for appointments17(4)YesCode of Conduct17(5)YesFees/compensation17(6)YesMinimum Information17(7)YesCompliance Certificate17(8)YesRisk Assessment & Management17(9)YesPerformance Evaluation of Independent Directors17(10)YesComposition of Audit Committee18(1)YesMeeting of Audit Committee18(2)YesComposition of nomination & remuneration committee19(1) & (2)YesComposition of Stakeholder Relationship Committee20(1) & (2)YesComposition and role of risk management committee21(1),(2),(3),(4)Not ApplicableVigil Mechanism22Yes					
Meeting of Board of directors17(2)YesReview of Compliance Reports17(3)YesPlans for orderly succession for appointments17(4)YesCode of Conduct17(5)YesFees/compensation17(6)YesMinimum Information17(7)YesCompliance Certificate17(8)YesRisk Assessment & Management17(9)YesPerformance Evaluation of Independent Directors17(10)YesComposition of Audit Committee18(1)YesMeeting of Audit Committee18(2)YesComposition of nomination & remuneration committee19(1) & (2)YesComposition of Stakeholder Relationship20(1) & (2)YesComposition and role of risk management committee21(1),(2),(3),(4)Not ApplicableVigil Mechanism22Yes					
Review of Compliance Reports Plans for orderly succession for appointments Code of Conduct Fees/compensation I7(6) Minimum Information Compliance Certificate Risk Assessment & Management Directors Composition of Audit Committee Meeting of Audit Committee Composition of Stakeholder Relationship Composition and role of risk management Vigil Mechanism 17(3) Yes Yes 17(4) Yes Yes Yes 17(5) Yes Yes 17(6) Yes Yes 17(7) Yes 17(8) Yes Yes 17(10) Yes 17(10) Yes 18(1) Yes 18(2) Yes Composition of Audit Committee 18(2) Yes Composition of Stakeholder Relationship Composition of Stakeholder Relationship Composition and role of risk management committee Vigil Mechanism 22 Yes					
Plans for orderly succession for appointments Code of Conduct Fees/compensation In (6) Minimum Information In (7) Compliance Certificate Risk Assessment & Management Performance Evaluation of Independent Directors Composition of Audit Committee Meeting of Audit Committee Composition of Stakeholder Relationship Composition and role of risk management Vigil Mechanism Yes Yes Yes Yes Yes Yes Yes Y					
appointments Code of Conduct Fees/compensation 17(6) Minimum Information 17(7) Yes Compliance Certificate Risk Assessment & Management Performance Evaluation of Independent Directors Composition of Audit Committee Meeting of Audit Committee Composition of Stakeholder Relationship Committee Composition and role of risk management Composition and role of risk management Committee Vigil Mechanism 17(5) Yes Yes Yes 17(6) Yes Yes Yes Yes 20(1) & (2) Yes Yes			Yes		
Code of Conduct17(5)YesFees/compensation17(6)YesMinimum Information17(7)YesCompliance Certificate17(8)YesRisk Assessment & Management17(9)YesPerformance Evaluation of Independent Directors17(10)YesComposition of Audit Committee18(1)YesMeeting of Audit Committee18(2)YesComposition of nomination & remuneration committee19(1) & (2)YesComposition of Stakeholder Relationship Committee20(1) & (2)YesComposition and role of risk management committee21(1),(2),(3),(4)Not ApplicableVigil Mechanism22Yes	1	17(4)	Yes		
Fees/compensation17(6)YesMinimum Information17(7)YesCompliance Certificate17(8)YesRisk Assessment & Management17(9)YesPerformance Evaluation of Independent Directors17(10)YesComposition of Audit Committee18(1)YesMeeting of Audit Committee18(2)YesComposition of nomination & remuneration committee19(1) & (2)YesComposition of Stakeholder Relationship Committee20(1) & (2)YesComposition and role of risk management committee21(1),(2),(3),(4)Not ApplicableVigil Mechanism22Yes					
Minimum Information17(7)YesCompliance Certificate17(8)YesRisk Assessment & Management17(9)YesPerformance Evaluation of Independent Directors17(10)YesComposition of Audit Committee18(1)YesMeeting of Audit Committee18(2)YesComposition of nomination & remuneration committee19(1) & (2)YesComposition of Stakeholder Relationship Committee20(1) & (2)YesComposition and role of risk management committee21(1),(2),(3),(4)Not ApplicableVigil Mechanism22Yes					
Compliance Certificate Risk Assessment & Management Performance Evaluation of Independent Directors Composition of Audit Committee Meeting of Audit Committee Composition of nomination & remuneration committee Composition of Stakeholder Relationship Committee Composition and role of risk management committee Vigil Mechanism Yes Yes Yes Yes Yes Not Applicable Yes					
Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent 17(10) Yes Directors Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration committee 19(1) & (2) Yes Composition of Stakeholder Relationship Committee 20(1) & (2) Yes Composition and role of risk management committee 21(1),(2),(3),(4) Not Applicable Vigil Mechanism 22 Yes					
Performance Evaluation of Independent Directors Composition of Audit Committee Meeting of Audit Committee Composition of nomination & remuneration committee Composition of Stakeholder Relationship Committee Composition and role of risk management committee Vigil Mechanism 17(10) Yes Yes Yes 20(1) & (2) Yes Yes Not Applicable					
Directors Image: Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration committee 19(1) & (2) Yes Composition of Stakeholder Relationship Committee 20(1) & (2) Yes Composition and role of risk management committee 21(1),(2),(3),(4) Not Applicable Vigil Mechanism 22 Yes	·		Yes		
Composition of Audit Committee18(1)YesMeeting of Audit Committee18(2)YesComposition of nomination & remuneration committee19(1) & (2)YesComposition of Stakeholder Relationship Committee20(1) & (2)YesComposition and role of risk management committee21(1),(2),(3),(4)Not ApplicableVigil Mechanism22Yes	Performance Evaluation of Independent	17(10)	Yes		
Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration committee 19(1) & (2) Yes Composition of Stakeholder Relationship Committee 20(1) & (2) Yes Composition and role of risk management committee 21(1),(2),(3),(4) Not Applicable Vigil Mechanism 22 Yes					
Composition of nomination & remuneration committee Composition of Stakeholder Relationship Committee Composition and role of risk management committee Vigil Mechanism 19(1) & (2) Yes Yes Yes					
committee 20(1) & (2) Yes Committee 21(1),(2),(3),(4) Not Applicable Committee Vigil Mechanism 22 Yes					
Committee 21(1),(2),(3),(4) Not Applicable Committee Vigil Mechanism 22 Yes	committee	19(1) & (2)	Yes		
committeeYigil Mechanism22Yes		20(1) & (2)	Yes		
Vigil Mechanism 22 Yes	Composition and role of risk management	21(1),(2),(3),(4)	Not A	pplicable	
0		22	Yes		
	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes		

Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. **- Yes**

Name : Alen Ferns

Designation : Company Secretary