

October 10, 2019

To,  
DCE,  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Code: 526668,

Dear Sirs,

To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra -Kurla Complex,  
Bandra (E), Mumbai – 400 051

Code:- KAMATHOTEL-EQ

Sub: Compliance Report on Corporate Governance pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

We enclose herewith Compliance Report on Corporate Governance of the Company for the quarter ended 30<sup>th</sup> September, 2019 as per the requirement of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on your record.

Thanking you,

Yours faithfully,  
For Kamat Hotels (India) Limited



Shailesh Bhaskar  
Company Secretary and Compliance Officer  
Encl. a/a.





REGD OFF.: 70-C, Nehru Road, Vile Parle (East), Mumbai - 400 099, India. Tel.: 2616 4000, Fax : 2616 4203  
Email-Id : cs@khil.com | Website: www.khil.com | CIN: L55101MH1986PLC039307



# “Asia’s Pioneering Hospitality Chain of Environmentally Sensitive 5 Star Hotels & Resorts”

## ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year (30<sup>th</sup> September, 2019) along-with second quarter report of next financial year

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
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
<p>Note</p> <p>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.</p> <p>2 If status is “No” details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<div style="display: flex; justify-content: space-between; align-items: center;"> <div style="text-align: left;">   <b>Shailesh Bhaskar</b>            Company Secretary &amp; Compliance Officer         </div> <div style="text-align: center;">  </div> </div>		

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Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity Kamat Hotels (India) Ltd  
 2. Quarter ending 30<sup>th</sup> September, 2019

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directors hip in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Dr.	Vithal V. Kamat	AACPK9087H /00195341	Executive Chairman and Managing Director	21/03/1986	NA	1	NIL	NIL
Mr.	Dinkar D. Jadhav	AADPJ2051M /01809881	Independent Director	21/09/2013	01/04/2018 to 31-03-2023	1	2	2
Ms.	Himali H. Mehta	ACAPD4989R /07037244	Independent Director	20/12/2014	01-04-2019 to 31/03/2024	1	1	NIL
Mr.	Bipinchandra C. Kamdar	AHUPK1956 G 01972386	Non –Executive Director	06/08/2016	NA	1	2	NIL
Mr.	Ramnath P. Sarang	CEBPS9274M 02544807	Independent Director	27/05/2019	27-05-2019 to 26-05-2024	1	2	NIL

\$PAN number of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen .  
 \* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

### II. Composition of Committee

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
I. Audit Committee	Mr. Dinkar D. Jadhav Mrs. Himali H. Mehta Mr. Bipinchandra C. Kamdar Mr. Ramnath P. Sarang	Chairperson- Non Executive – Independent Director Non Executive – Independent Director Non-Executive - Non Independent Non Executive – Independent Director



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2. Nomination & Remuneration Committee	Mr. Dinkar D. Jadhav Ms. Himali H. Mehta Mr. Bipinchandra C. Kamdar Mr. Ramnath P. Sarang	Chairperson -Non Executive – Independent Director Non Executive – Independent Director Non-Executive - Non Independent  Non Executive – Independent Director	
3. Risk Management Committee(if applicable)	Not Applicable		
4. Stakeholders Relationship Committee <sup>7</sup>	Mr. Dinkar D. Jadhav Mr. Bipinchandra C. Kamdar Mr. Ramnath P. Sarang	Chairperson- Non Executive – Independent Director Non-Executive - Non Independent  Non Executive – Independent Director)	
<b>III. Meeting of Board of Directors</b>			
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 meetings ,in number of days)	
27/05/2019	05/08/2019	69 (Maximum permissible gap between two meetings – 120days)	
<b>IV. Meeting of Committees</b>			
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 meetings in number of days*
05/08/2019	Yes.	27/05/2019	69 (Maximum permissible gap between two meetings – 120days)
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
Subject		Compliance status (Yes/No/NA)refer note below	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
<p>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.</p> <p>2. If status is “No” details of non-compliance may be given here.</p>			



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**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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: This report will be placed at the upcoming Board Meeting.



Shailesh Bhaskar  
Company Secretary & Compliance Officer

