

## Quarterly compliance report on corporate governance

1. Name of Listed Entity : Wonderla Holidays Limited
2. Quarter ending : 31<sup>st</sup> December, 2015

### 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 Regulations)	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	George Joseph	AETPJ6685F00253754	Chairperson, Independent	19/09/2014	15 months	2	1	2
Mr.	Kochoush Chittilappilly	ABTPK4822C00020512	Non-Executive	18/11/2002	NA	2	0	0
Mr.	Arun K Chittilappilly	AAQPC8182M00036185	Executive	01/03/2013	NA	1	1	0
Ms.	Priya Sarah Cheeran Joseph	AERPJ7748B00027560	Executive	28/05/2014	NA	1	0	0
Mr.	M P Ramachandran	ADZPM3832E00553406	Independent	19/09/2014	15 months	2	3	1

\$ 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 Committees

Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) \$
1. Audit Committee	1. George Joseph 2. Arun K Chittilappilly 3. M P Ramachandran	Chairperson, Independent Executive Independent
2. Nomination & Remuneration Committee	1. M P Ramachandran 2. George Joseph 3. Kochouseph Chittilappilly	Chairperson, Independent Independent Non-Executive
3. Risk Management Committee (if applicable)	1. George Joseph 2. Arun K Chittilappilly 3. Priya Sarah Cheeran Joseph 4. Nandakumar T 5. Sivadas M	Chairperson, Independent Executive Executive Employee Employee
4. Stakeholders Relationship Committee	1. M P Ramachandran 2. George Joseph 3. Arun K Chittilappilly 4. Priya Sarah Cheeran Joseph	Chairperson, Independent Independent Executive Executive

& 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.

## 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)
12 <sup>th</sup> August, 2015	26 <sup>th</sup> October, 2015	75

## IV. Meeting of Committees

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*
26 <sup>th</sup> October, 2015	Yes	12 <sup>th</sup> August, 2015	75

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

## V. Related Party Transactions

<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

### **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.

## 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) : Yes

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: : Yes

### **Name & Designation**

**Company Secretary / Compliance Officer / Managing Director / CEO**