

January 15, 2016

Format of Quarterly Compliance report on Corporate Governance

Name of the Company: The Indian Hotels Company Limited

Quarter ending: December 31, 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 Directorship 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)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Shapoor Pallonji Mistry	PAN: AAEPM2061M DIN: 00010114	Non-Executive Director	17/04/2003	NA	Nil	Nil	Nil
Mr.	Cyrus Pallonji Mistry	PAN: AERPM9037N DIN: 00010178	Chairperson/ Non-Executive Director	28/12/2012	NA	Nil	Nil	Nil
Mr.	Mehernosh Sorab Kapadia	PAN: AAHPK3023A DIN: 00050530	Executive Director – Corporate Affairs	10/08/2011	NA	Nil	2	Nil
Mr.	Anil Pushkar Goel	PAN: AGFPG3207N DIN: 00050690	Executive Director & CFO	17/03/2008	NA	Nil	5	Nil
Mr.	Keki Bomi Dadiseth	PAN: AAEPD8257E DIN: 00052165	Independent Director	27/08/2014	5 years	6	6	4
Mr.	Nadir Burjor Godrej	PAN: AADPG7643Q DIN: 00066195	Independent Director	27/08/2014	5 years	3	2	1
Mr.	Rakesh Kumar Sarna	PAN: FTLPS3991H DIN: 01875340	Managing Director & CEO	01/09/2014	NA	Nil	4	Nil

Mr.	Gautam Banerjee	PAN: AUEPB3698A DIN: 03031655	Independent Director	10/09/2014	5 years	2	Nil	Nil
Ms.	Vibha Paul Rishi	PAN: AAKPR1495E DIN: 05180796	Independent Director	10/09/2014	5 years	6	3	Nil
Ms.	Ireena Vittal	PAN: AADPV1333J DIN: 05195656	Independent Director	27/08/2014	5 years	5	7	Nil
Mr.	Niddodi Subrao Rajan	PAN: ADCPR7692A DIN: 07339365	Additional Non-Executive Director	27/11/2015	NA	1	Nil	Nil
Mr.	Deepak Parekh	PAN: AAOPP9668B DIN: 00009078	Independent Director	27/08/2014	5 years	4	4	2

\$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	Keki Bomi Dadiseth	Chairman – Independent Director
	Deepak Parekh	Independent Director
	Ireena Vittal	Independent Director
2. Nomination & Remuneration Committee	Keki Bomi Dadiseth	Chairman – Independent Director
	Cyrus Pallonji Mistry	Non- Executive Director
	Nadir Burjor Godrej	Independent Director
3. Risk Management Committee(if applicable)	Keki Bomi Dadiseth	Chairman - Independent Director
	Deepak Parekh	Independent Director
	Ireena Vittal	Independent Director

4. Stakeholders Relationship Committee'		Keki Bomi Dadiseth	Chairman – Independent Director
		Rakesh Kumar Sarna	Managing Director & CEO
<p>&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</p>			
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)
August 12, 2015	October 19, 2015		67 days
	November 9, 2015		20 days
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
Audit Committee Meeting – October 19, 2015	Yes. 2 members were present	August 10, 2015	69 days
Audit Committee Meeting – November 9, 2015	Yes. All 3 members were present		20 days
Nomination & Remuneration Committee – November 9, 2015	Yes. All 3 members were present	August 12, 2015	88 days

* 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

Subject	Compliance status (Yes/No/NA) refer note below
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	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 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.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
5. ~~This report and/or the report submitted in the previous quarter has been placed before Board of Directors. This Report shall be placed at the next Board meeting of the Company~~



BEEJAL DESAI
Vice President – Legal & Company Secretary