



**ROYALE MANOR**  
**Hotels and Industries Ltd.**

**ANNEXURE I**

**Quarterly Compliance Report on Corporate Governance**

1. Name of Listed Entity- **Royale Manor Hotels And Industries Limited**
2. Quarter Ending- 31<sup>st</sup> December, 2015

<b>I. Composition of Board of Directors</b>								
Title (Mr. / MS.)	Name of the Director	PAN*& DIN	Category(Ch airperson/ Executive/ Non- Executive/ Independent / Nominee)	Date of Appointme nt in the Current Term	Ten ure in Yea rs	No of Direct orship in listed entitie s includ ing this listed entity  (Refer Regula tion 25(1)of Listing Regula tions)	No of Member ships in Audit/ Stakehol der Commit tee(s) includin g listed entity  (Refer Regulati on 26(1) of Listing Regulati ons)	No of post of Chairpers on in Audit/ Stakehold er Committe e held in listed entities including this listed entity  (Refer Regulatio n 26(1) of Listing Regulatio ns)
Mr.	Ramarao Nuthakki #	AADPR9821P 00612411	Non- Executive Director (Independen t)	07/12/2015	1	1	0	0
Mr.	Kamalkishore Chandravadan Jani ##	ACQPJ3643Q 02535299	Non- Executive Director (Independen t)	08/10/2015	1	3	1	0



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Mr.	Ramprakash Ramvallabh Kothari	ABMPK0569R 00294060	Non-Executive Director (Independent)	29/12/2005	2	1	3	1
Mr.	Vishwajeet Singh Ummedsingh Champawat	AHVPC7590D 00519755	Executive Director (Non-Independent)	09/12/2006	--	1	0	0
Mr.	Jayesh Vasudev bhai Dave	AEEPDP7085A 01808753	Non-Executive Director (Independent)	29/08/2007	2	1	1	1
Ms.	Ragini Harsh Toshniwal	AAJPT8601P 07098164	Non-Executive Director (Independent)	09/02/2015	1	1	0	0
Mr.	Ummedsingh Padamsingh Champawat	AAOPC6180B 00294184	Chairman Managing Director - Executive	19/06/1991	-	1	2	0

\*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.  
 # Appointed on 07/12/2015  
 ## Appointed on 08/10/2015

### II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)*
1. Audit Committee	Jayesh Vasudev bhai Dave	Chairman Non-Executive Director (Independent)
	Ramprakash Ramvallabh Kothari	Member Non-Executive Director (Independent)
	Ummedsingh Padamsingh Champawat	Member Managing Director - Executive



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2. Nomination & Remuneration Committee	Dr. Ramprakash Kothari	Chairman Non-Executive Director (Independent)	
	Mr. Jayesh Dave	Member Non-Executive Director (Independent)	
	Kamalkishore Chandravadan Jani	Member Non-Executive Director (Independent)	
3. Risk Management Committee(if applicable)	Not Applicable		
4. Stakeholders Relationship Committee	Dr. Ramprakash Kothari	Chairman Non-Executive Director (Independent)	
	Ummedsingh Padamsingh Champawat	Member Managing Director - Executive	
	Kamalkishore Chandravadan Jani	Member Non-Executive Director (Independent)	
*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			
<b>III. Meeting of Board of Directors</b>			
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	
16/07/2015	08/10/2015	29 days	
14/08/2015	06/11/2015	31 days	
	07/12/2015		
<b>IV. Meeting of Committees</b>			
<b>Meeting of Audit Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
06/11/2015	Yes	14/08/2015	84 days
<b>Meeting of Nomination &amp; Remuneration Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in</b>



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			number of days*
06/11/2015	Yes	14/08/2015	84 days
<b>Meeting of Stakeholders Relationship Committee</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*
20/10/2015	Yes	10/07/2015	10 days
31/10/2015	Yes	31/08/2015	10 days
10/11/2015	Yes		
* 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	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		
<b>Note</b>			
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.			
<b>VI. Affirmations</b>			



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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. Any comments/observations/advice of Board of Directors may be mentioned here:

**For Royale Manor Hotels And Industries Limited**

**(U. Champawat)**  
**Managing Director**  
**Din: 00294184**



**Date: 11/01/2016**  
**Place: Ahmedabad**