

12<sup>th</sup> October, 2017

<b>The National Stock Exchange of India Limited</b> Exchange Plaza, 5 <sup>th</sup> Floor Plot No..C/1, G Block Bandra Kurla Complex Bandra(E) Mumbai - 400 051.  <b>Code: EIHOTEL</b>	<b>BSE Limited</b> Corporate Relationship Dept. 1 <sup>st</sup> Floor, New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400001  <b>Code:500840</b>	<b>The Calcutta Stock Exchange Limited</b> 7, Lyons Range Kolkata-700001  <b>Code:05</b>
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**Sub: Compliance Report on Corporate Governance**

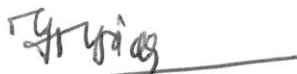
Dear Sir / Madam,

Pursuant to Regulation 27 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 (Listing Regulations), we are enclosing herewith Compliance Report on Corporate Governance for the Quarter ended 30<sup>th</sup> September, 2017.

Kindly take the above in your records and send us a line of confirmation.

Thanking you,

Yours faithfully

For **EIH Limited**  
**S.N. Sridhar**  
Company Secretary

**CORPORATE GOVERNANCE REPORT**

1 Name of Listed Entity EIH Limited  
 2 Quarter ended 30th September, 2017

**I. Composition of Board of Directors**

Title (Mr / Ms)	Name of 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*	Number of memberships in Audit/ Stakeholder Committee(s) in all public limited companies including this listed entity	Number of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Prithviraj Singh Oberoi	AADPO2048R00051894	Chairperson and Executive Director	N.A	N.A	0	1	1
Mr.	Shib Sanker Mukherji	AFAPM4885J00103770	Executive Director	N.A	N.A	0	4	0
Mr.	Vikramjit Singh Oberoi	AADPO2050R00052014	Executive Director	N.A	N.A	0	3	0
Mr.	Arjun Singh Oberoi	AADPO2049Q00052106	Executive Director	N.A	N.A	0	3	0
Mrs.	Nita M. Ambani	AADPA3704E	Non	N.A	N.A	0	0	0
			Director					
Mr.	Manoj Harjivandas Modi	AACPM2036L00056207	Non Executive Director	N.A	N.A	0	2	0
Mr.	S.K. Dasgupta	ADJPD7517K00038804	Independent Director	06th Aug, 2014	5 years	1	1	2
Mr.	Sudipto Sarkar	AZWPS5020M00048279	Independent Director	30th Oct, 2014	5 years	4	3	2
Mr.	Anil Kumar Nehru	AAAPN9136G00038849	Independent Director	06th Aug, 2014	5 years	2	2	2
Mr.	Ganesh Lakshminarayan	AADPG6123F00012583	Independent Director	06th Aug, 2014	5 years	2	7	0
Mr.	Rajeev Gupta	AAAPG1185E00241501	Independent Director	06th Aug, 2014	5 years	6	5	0

\*Only Independent Directorship in listed entity pursuant to Regulation 25(1)

**EIH Limited**

*(Signature)*  
 Secretary

II. Composition of Committee			
	Name of Committee	Name of Committee members	Category (Chairperson / Executive/ Non-Executive/)
1	Audit Committee	Mr. Anil Nehru	Chairperson & Independent Director
		Mr. S.K. Dasgupta	Independent Director
		Mr. L. Ganesh	Independent Director
		Mr. Rajeev Gupta	Independent Director
		Mr. S.S Mukherji	Executive Director
		Mr. Arjun Oberoi	Executive Director
2	Nomination & Remuneration Committee	Mr. Anil Nehru	Chairperson & Independent Director
		Mr. L. Ganesh	Independent Director
		Mr. S.K. Dasgupta	Independent Director
		Mr. Rajeev Gupta	Independent Director
		Mr. P.R.S. Oberoi	Executive Director
3	Risk Management Committee (if applicable)	Not Applicable	
4	Stakeholders Relationship Committee	Mr. S.K. Dasgupta	Chairperson & Independent Director
		Mr. S.S Mukherji	Executive Director
		Mr. Vikram Oberoi	Executive Director
		Mr. Arjun Oberoi	Executive Director

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)
30th May, 2017	01st August, 2017	62 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 of days
01st August, 2017	YES	Audit Committee (29th May, 2017)	63

V. Related Party Transactions	
Whether prior approval of audit committee obtained	Yes
Whether shareholders approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**EIH Limited**

*Sybil*  
Secretary

**V. Related Party Transactions**

Whether prior approval of audit committee obtained	Yes
Whether shareholders approval obtained for material RPT	N.A
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 Disclosures Requirements) Regulation, 2015 - NO*
2	The Composition of following committee is in terms of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015
	a. Audit Committee
	b. Nomination & Remuneration Committee
	c. Stakeholders Relationship Committee
	d. Risk Management Committee - Not Applicable
3	The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI(Listing Obligation 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 Obligation and Disclosure Requirements) Regulations, 2015
5	The Corporate Governance Report for the previous quarter ended 30th June, 2017 was placed at the Board Meeting held on 1st August, 2017. The Board Noted the same and didn't make any comments / observation / advise. This report will be placed at the next Board Meeting.

\*Mrs Renu Sud Karnad, Independent Director, had resigned from the Directorship of the Company on 02.08.2017. Company is in the process of appointing an Independent Director in her place.

For EIH Limited



Company Secretary

CORPROATE GOVERNANCE REPORT

I. Affirmations		
Broad heading	Regulation Number	Compliance Status
Copy of the annual report including balance sheet, profit and loss account, directors 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 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 ✓

For EIH Limited

  
Company Secretary