



October 17, 2024

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

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

NSE Scrip Symbol: LEMONTREE

BSE Scrip Code: 541233

Subject: Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter and Half year ended September 30, 2024

Dear Sir/ Madam

Pursuant to the provisions of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Corporate Governance Report of the Company for the Quarter and Half year ended September 30, 2024.

You are requested to kindly take the same on record.

Thanking You

For Lemon Tree Hotels Limited

Jyoti Verma
Group Company Secretary
& Compliance Officer
M. No. F7210

Encl. as above

Lemon Tree Hotels Limited

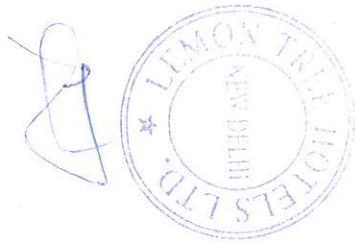
(CIN No. L74899DL1982PLC049022)

Registered Office: Asset No. 6, Aerocity Hospitality District, New Delhi-110037

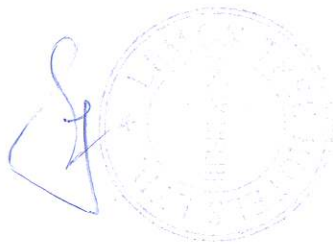
+91 11 4605 0101 | F +91 11 46050100 | E hi@lemontreehotels.com

Central Reservation: +91 9911 701 701 | www.lemontreehotels.com

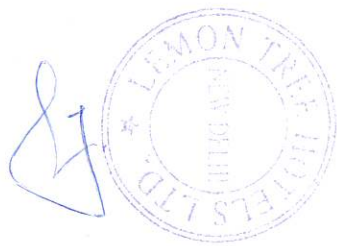
General information about company		
Scrip code		541233
NSE Symbol		LEMONTREE
MSEI Symbol		NOT LISTED
ISIN		INE970X01018
Name of the entity		LEMON TREE HOTELS LIMITED
Date of start of financial year		01-04-2024
Date of end of financial year		31-03-2025
Reporting Quarter		Half Yearly
Date of Report		30-09-2024
Risk management committee		Applicable
Market Capitalisation as per immediate previous Financial Year		Top 500 listed entities



Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Patanjali Govind Keswani	AEQPK2642L	00002974	Executive Director	Chairperson	MD	09-02-1959
2	Mr	Aditya Madhav Keswani	BQPPK2711N	07208901	Non-Executive - Non Independent Director	Not Applicable		07-05-1991
3	Mr	Willem Albertus Hazeleger	ZZZZZ9999Z	07902239	Non-Executive - Non Independent Director	Not Applicable		06-11-1968
4	Mrs	Freyan Jamshed Desai	AACPD3858M	00965073	Non-Executive - Independent Director	Not Applicable		23-12-1961
5	Mr	Paramartha Saikia	ABZPS9997A	07145770	Non-Executive - Independent Director	Not Applicable		15-03-1962
6	Mr	Niten Malhan	AJOPM0110G	00614624	Non-Executive - Independent Director	Not Applicable		02-08-1971
7	Mr	Praveen Garg	ADCPG8341H	00208604	Non-Executive - Independent Director	Not Applicable		21-10-1961
8	Mr	Sanjiv Nandan Sahai	AANPS5340L	00860449	Non-Executive - Independent Director	Not Applicable		14-01-1961
9	Ms	Smita Anand	ABJPS9673H	00059228	Non-Executive - Independent Director	Not Applicable		26-06-1959



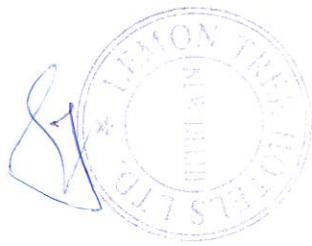
I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active



I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		07-10-2002	01-04-2023			1	0	1	0			
2	NA		17-06-2015	17-06-2015			1	0	0	0			
3	NA		09-08-2017	09-08-2017			1	0	0	0		Textual Information(1)	
4	NA		15-06-2017	15-06-2022		87	1	1	3	1			
5	NA		15-06-2017	15-06-2022		87	2	2	2	0			
6	NA		06-11-2020	06-11-2020		46	3	3	3	1			
7	NA		09-11-2023	09-11-2023		10	1	1	2	2			
8	NA		09-11-2023	09-11-2023		10	1	1	3	0			
9	NA		09-11-2023	09-11-2023		10	3	3	2	0			



Text Block	
Textual Information(1)	He is a Foreign Director



Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00208604	Praveen Garg	Non-Executive - Independent Director	Chairperson	06-02-2024		
2	00860449	Sanjiv Nandan Sahai	Non-Executive - Independent Director	Member	06-02-2024		
3	00965073	Freyan Jamshed Desai	Non-Executive - Independent Director	Member	09-02-2021		



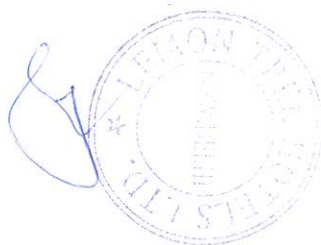
Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00059228	Smita Anand	Non-Executive - Independent Director	Chairperson	06-02-2024		
2	00860449	Sanjiv Nandan Sahai	Non-Executive - Independent Director	Member	29-05-2024		
3	07902239	Willem Albertus Hazeleger	Non-Executive - Non Independent Director	Member	29-05-2024		
4	07145770	Paramartha Saikia	Non-Executive - Independent Director	Member	09-08-2018		
5	00965073	Freyan Jamshed Desai	Non-Executive - Independent Director	Member	11-04-2019		



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00965073	Freyan Jamshed Desai	Non-Executive - Independent Director	Chairperson	15-06-2017		
2	00002974	Patanjali Govind Keswani	Executive Director	Member	15-06-2017		
3	07145770	Paramartha Saikia	Non-Executive - Independent Director	Member	11-04-2019		

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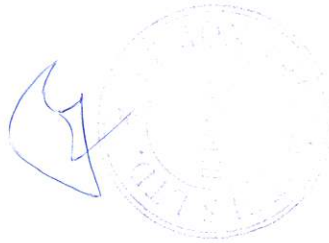
Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07902239	Willem Albertus Hazeleger	Non-Executive - Non Independent Director	Chairperson	30-05-2023		
2	00208604	Praveen Garg	Non-Executive - Independent Director	Member	29-05-2024		
3	07208901	Aditya Madhav Keswani	Non-Executive - Non Independent Director	Member	29-05-2024		
4	00002974	Patanjali Govind Keswani	Executive Director	Member	29-05-2024		
5	00614624	Niten Malhan	Non-Executive - Independent Director	Member	09-02-2021		



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07145770	Paramartha Saikia	Non-Executive - Independent Director	Chairperson	13-08-2018		
2	00002974	Patanjali Govind Keswani	Executive Director	Member	20-03-2014		
3	00965073	Freyan Jamshed Desai	Non-Executive - Independent Director	Member	13-08-2018		
4	07208901	Aditya Madhav Keswani	Non-Executive - Non Independent Director	Member	13-08-2018		



Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	29-05-2024				Yes	9	9	6
2		07-08-2024	69		Yes	9	9	6



Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting			
1	Audit Committee	28-05-2024				Yes	4	4	4	0
2	Audit Committee	06-08-2024	69			Yes	3	3	3	0
3	Nomination and remuneration committee	29-05-2024				Yes	4	4	4	0
4	Nomination and remuneration committee	07-08-2024	69			Yes	5	5	4	0

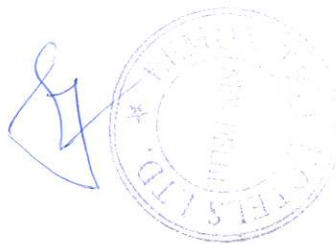
Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



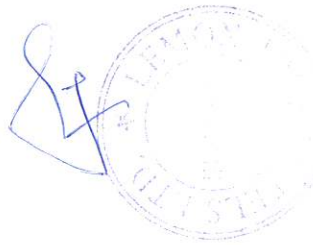
Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



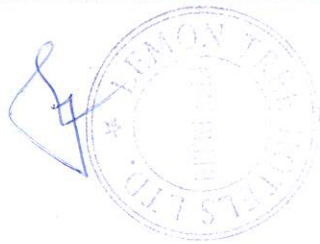
Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Jyoti Verma
2	Designation	Company Secretary and Compliance Officer



Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				



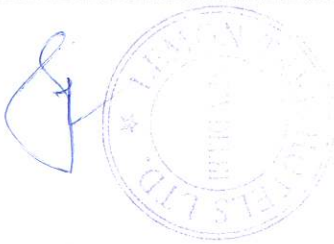
Annexure III		
1	Name of signatory	Jyoti Verma
2	Designation	Company Secretary and Compliance Officer



Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	



Text Block	
Textual Information(1)	Not Applicable



Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event



Signatory Details	
Name of signatory	Jyoti Verma
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	17-10-2024

