

refreshingly different



October 14, 2020

**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

Dear Sir

Subject: Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the quarter ended September 30, 2020

Pursuant to the provisions of Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Corporate Governance Report of the Company for the quarter ended September 30, 2020.

You are requested to kindly take the same on record.

Thanking You

For Lemon Tree Hotels Limited

A handwritten signature in black ink, appearing to read "Nikhil Sethi", with a horizontal line underneath it.

**Nikhil Sethi
Group Company Secretary & GM Legal
and Compliance Officer**

Encl. as above

ANNEXURE I

1. Name of Listed Entity **- Lemon Tree Hotels Limited**
 2. Quarter ending **- 30-09-2020**

i. Composition of Board Of Directors

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chair person /Executive/ Non-Executive/ Independent/ Nominnee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Patanjali Govind Keswani	00002974	AEQPK2642L	C & ED	MD	07-Oct-2002	01-Apr-2018			09-Feb-1959	NA		1	0	1	0	SC,RC, NRC	
Mr.	Rattan Keswani	05317766	AEAPK4533N	ED	MD	12-Dec-2012	01-Jan-2020			12-Feb-1961	NA		1	0	1	0	SC,RC	
Mr.	Aditya Madhav Keswani	07208901	BQPPK2711N	NED		17-Jun-2015	17-Jun-2015			07-May-1991	NA		1	0	0	0		
Mr.	Ravi Kant Jaipuria	00003668	ANJPJ6194Q	NED		23-Dec-2003	23-Dec-2003			28-Nov-1954	NA		2	0	0	0		
Mr.	Willem Albertus Hazeleger	07902239	ZZZZZ9999Z	NED		09-Aug-2017	09-Aug-2017			06-Nov-1968	NA		1	0	0	0		He is a foreign Director
Mrs.	Freyan Jamshed Desai	00965073	AACPD3858M	ID		15-Jun-2017	15-Jun-2017		39	23-Dec-1961	NA		1	1	1	1	SC,NRC	

Mr.	Paramartha Saikia	07145770	ABZPS9997A	ID		15-Jun-2017	15-Jun-2017		39	15-Mar-1962	NA		2	2	4	0	AC,SC,NRC	
Mr.	Pradeep Mathur	05198770	AANPM5025A	ID		05-Dec-2017	05-Dec-2017		33	14-Sep-1957	NA		2	2	4	2	AC,NRC	
Mr.	Arvind Singhania	00934017	AAVPS3280M	ID		15-Jun-2017	15-Jun-2017		39	28-May-1964	NA		2	1	1	0		
Mr.	Ashish Kumar Guha	00004364	AASPG7369J	ID		15-Jun-2017	15-Jun-2017		39	18-Nov-1956	NA		2	2	3	1	AC	
Mr.	Arindam Kumar Bhattacharya	01570746	AEFPB4416C	ID		11-Apr-2019	11-Apr-2019		18	04-Mar-1962	NA		1	1	2	0	AC	

Company Remarks	Mr. Patanjali Govind Keswani is the Chairman & Managing Director of the Company
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pradeep Mathur	ID	Chairperson	09-Aug-2018	
2	Paramartha Saikia	ID	Member	11-Apr-2019	
3	Ashish Kumar Guha	ID	Member	15-Jun-2017	
4	Arindam Kumar Bhattacharya	ID	Member	13-Feb-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Freyan Jamshed Desai	ID	Chairperson	15-Jun-2017	
2	Patanjali Govind Keswani	C & ED	Member	15-Jun-2017	
3	Rattan Keswani	ED	Member	15-Jun-2017	
4	Paramartha Saikia	ID	Member	11-Apr-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Patanjali Govind Keswani	C & ED	Chairperson	29-May-2019	
2	Rattan Keswani	ED	Member	29-May-2019	
3	Vikramjit Singh	Member	Member	29-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Paramartha Saikia	ID	Chairperson	09-Aug-2018	
2	Pradeep Mathur	ID	Member	05-Dec-2017	
3	Patanjali Govind Keswani	C & ED	Member	18-Sep-2014	
4	Freyan Jamshed Desai	ID	Member	11-Apr-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
29-May-2020	06-Aug-2020	Yes	11	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	68

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	29-May-2020		Yes	4	4
Audit Committee		05-Aug-2020	Yes	4	4

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	67

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Nikhil Sethi**
Designation : **Group Company Secretary & GM Legal**

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : **NIKHIL SETHI**
Designation : **Company Secretary & Compliance Officer**



