

Integrated Governance

LEMON TREE HOTELS LIMITED

General information about company

Scrip code	541233	
NSE Symbol	LEMONTREE	
MSEI Symbol	NOTLISTED	
ISIN	INE970X01018	
Date of start of financial year	01-04-2026	
Date of end of financial year	31-03-2027	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	No aquisition of shares or voting rights is made during the quarter by the Company in an Unlisted Company in terms of sub-para 1 of Para A of Part A of Schedule III to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Risk management committee	Yes	
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	COMZ00248	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

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						No	Disqualification of Directors under section 164 of the Companies Act, 2013																	
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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(Refer Regulation 17A(1) of Listing Regulations)	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	Mr	Patanjali Govind Keswani	00002974	Executive Director	Chairperson		No				Active	NA		07-10-2002	01-10-2025			1	0	1	0			
2	Mr	Neelendra Singh	08491872	Executive Director	Not Applicable	MD	No				Active	NA		01-10-2025				1	0	1	0			
3	Mr	Aditya Madhav Keswani	07208901	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		17-06-2015				1	0	0	0			
4	Mr	Willem Albertus Hazeleger	07902239	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		09-08-2017				1	0	0	0		Textual Information(1)	
5	Mr	Kapil Sharma	00352890	Executive Director	Not Applicable		No				Active	NA		01-10-2025				1	0	1	0			
6	Mr	Niten Malhan	00614624	Non-Executive - Independent Director	Not Applicable		No				Active	NA		06-11-2020	06-11-2025		67	3	3	3	1			
7	Mr	Paramartha Saikia	07145770	Non-Executive - Independent Director	Not Applicable		No				Active	NA		15-06-2017	15-06-2022		108	2	2	3	1			
8	Mr	Praveen Garg	00208604	Non-Executive - Independent Director	Not Applicable		No				Active	NA		09-11-2023	09-11-2023		31	2	2	3	3			
9	Mr	Sanjiv Nandan Sahai	00860449	Non-Executive - Independent Director	Not Applicable		No				Active	NA		09-11-2023	09-11-2023		31	2	2	4	1			
10	Mrs	Smita Anand	00059228	Non-Executive - Independent Director	Not Applicable		No				Active	NA		09-11-2023	09-11-2023		31	3	3	2	0			

Text Block

Textual Information(1)	He is a Foreign Director
------------------------	--------------------------

Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	

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	07145770	Paramartha Saikia	Non-Executive - Independent Director	Member	14-05-2026		Textual Information(1)

Text Block

Textual Information(1)	Appointed as member with effect from May 14, 2026.
------------------------	--

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	07145770	Paramartha Saikia	Non-Executive - Independent Director	Member	09-08-2018		
4	07902239	Willem Albertus Hazeleger	Non-Executive - Non Independent Director	Member	29-05-2024		

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	07145770	Paramartha Saikia	Non-Executive - Independent Director	Chairperson	11-04-2019		Textual Information(1)
2	00002974	Patanjali Govind Keswani	Executive Director	Member	15-06-2017		
3	08491872	Neelendra Singh	Executive Director	Member	12-11-2025		
4	00352890	Kapil Sharma	Executive Director	Member	12-11-2025		

Text Block

Textual Information(1)	Appointed as a Chairman of Stakeholder Relationship Committee with effect from May 28, 2026.
------------------------	--

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	00208604	Praveen Garg	Non-Executive - Independent Director	Chairperson	29-05-2024		
2	07902239	Willem Albertus Hazeleger	Non-Executive - Non Independent Director	Member	30-05-2023		
3	07208901	Aditya Madhav Keswani	Non-Executive - Non Independent Director	Member	29-05-2024		
4	00002974	Patanjali Govind Keswani	Executive Director	Member	29-05-2019		
5	08491872	Neelendra Singh	Executive Director	Member	12-11-2025		
6	00352890	Kapil Sharma	Executive Director	Member	12-11-2025		
7	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	07208901	Aditya Madhav Keswani	Non-Executive - Non Independent Director	Member	13-08-2018		
4	08491872	Neelendra Singh	Executive Director	Member	12-11-2025		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	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)	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	09-01-2026			Yes	11	10	5
2	06-02-2026	27		Yes	11	10	5
3	28-05-2026	110		Yes	10	9	5

Annexure I

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	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	09-01-2026				Yes	3	2	2	0
2	Audit Committee	06-02-2026	27			Yes	3	2	2	0
3	Audit Committee	28-05-2026	110			Yes	3	3	3	0
4	Corporate Social Responsibility Committee	06-02-2026				Yes	5	4	1	0
5	Corporate Social Responsibility Committee	27-05-2026	109			Yes	4	4	1	0
6	Nomination and remuneration committee	06-02-2026				Yes	5	4	3	0
7	Nomination and remuneration committee	27-05-2026	109			Yes	4	3	2	0
8	Risk Management Committee	06-02-2026				Yes	7	7	2	0
9	Stakeholders Relationship Committee	27-05-2026	109			Yes	4	4	1	0

Annexure I

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

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Pawan Kumar Kumawat
2	Designation	Company Secretary and Compliance Officer

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
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
No records available	

Signatory Details

Name of signatory	Pawan Kumar Kumawat
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	17-07-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Office of the Central Goods & Service Tax, Delhi South Commissionerate	Order has been received by Hyacinth Hotels Private Limited, a subsidiary of the Company, from the Authority for recovery of Tax liability of Rs. 46,39,783/- on import of services under reverse charge mechanism, under Section 74(9) of CGST Act, 2017 along with applicable interest on Tax Liability under Section 50 of CGST Act and Penalty of Rs. 46,39,783/-.	13-04-2026	The order has been passed by the Authority for the Financial Year from 2019-20 to 2023-24 raising demand which comprised of Tax, Interest and Penalty under Section 74(9) and 50 of CGST Act, 2017.	There is no material impact on financial operation except to the extent of amount specified in the order. Hyacinth Hotels Private Limited is evaluating the available legal remedies and will take appropriate legal action in due course.
2	Office of the Central Goods & Service Tax, Delhi South Commissionerate	Order has been received by the Company from the Authority for recovery of Tax liability of Rs. 39,97,924/- on import of services under reverse charge mechanism, under Section 74(9) of CGST Act, 2017 along with applicable interest on Tax Liability under Section 50 of CGST Act and Penalty of Rs. 39,97,924/-.	16-04-2026	The order has been passed by the Authority for the Financial Year from 2019-20 to 2023-24 raising demand which comprised of Tax, Interest and Penalty under Section 74(9) and 50 of CGST Act, 2017.	There is no material impact on financial operation except to the extent of amount specified in the order. The Company is evaluating the available legal remedies and will take appropriate legal action in due course.
3	Customs, Excise and Service Tax Appellate Tribunal, Regional Bench at Hyderabad	Order has been received by Fleur Hotels Limited, a material subsidiary of the Company, from the Authority in respect of confirming the demand of Service tax of Rs. 33,54,487/-, along with penalty under Section 76 and 77(2) of the Finance Act, 1994 for the period July, 2012 to March, 2013.	03-06-2026	CENVAT Credit wrongly availed on Maintenance and Repair Service, Internet Service and Courier Service.	There is no material impact on financial operation except to the extent of amount specified in the order . Fleur Hotels Limited is evaluating the available legal remedies and will take appropriate legal action in due course.

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Hind Inns & Hotels Ltd. & M/s Hind Motors	17-04-2023	In the matter of Fleur Hotels ("Claimant"), Hind Inns & Hotels Ltd. & M/s Hind Motors ("Respondents"), Respondents have filed this Petition challenging the Arbitral Award dated 06.02.2025 passed by Sole Arbitrator Justice Shiv Kirti Singh (Retd.). In this matter, on the request of the Hind Inns & Hotels, Hon'ble High Court vide its order dated 14.10.2025 referred the parties to mediation before the Delhi High Court Mediation and Conciliation Centre. Where, after attending several negotiation sessions, on 18.12.2025 we have closed the Mediation as Judgment Debtor (Hind Inns) was not serious. The matter is now listed before High Court for hearing on 07.04.2026 and Claimant is in process of filing of Execution Application for enforcement of the Arbitral Award.	In the matter of Hind Inns & Hotels Ltd. & M/s Hind Motors ("Hind Inns"/ "Judgment Debtor") and Fleur Hotels ("Fleur" / "Decree Holder"), Fleur has filed execution application, under Section 36 of Arbitration and Conciliation Act, 1996, before the District Court, Chandigarh, for enforcement of the Arbitral Award. In this Execution Proceedings, Court has directed the Judgment Debtor to make payment of the Awarded amount on the next date of hearing listed on 24.07.2026. Fleur has also filed an application under Order 21 CPC read with Section 151 CPC seeking personal appearance of the Judgement Debtor pending consideration/adjudication on next date for hearing. In the matter pending adjudication before Hon'ble Delhi High Court under Section 34 of the Arbitration and Conciliation Act, 1996, whereunder Hind Inn has challenged Arbitration Award. In this matter, after failure of Mediation process, Fleur had filed its reply to the Petition challenging for the Arbitral Award by Hind Inn, said reply has been taken on record by Hon'ble Court vide Order dated 07.07.2026 and directed Hind Inn to file its Rejoinder, if any, within 4 weeks. The matter is now listed on 06.08.2026.