

refreshingly different



July 15, 2021

**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 June 30, 2021**

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 June 30, 2021.

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**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Lemon Tree Hotels Limited**  
 2. Quarter ending - **30-Jun-2021**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee)	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 Directors hip 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	Members hip in Committees of the Company	Remarks
Mr.	Patanjali Govind Keswani	00002974	C & ED	MD	07-Oct-2002	01-Apr-2018			09-Feb-1959	NA		1	0	1	0	SC,RC	
Mr.	Rattan Keswani	05317766	ED	MD	12-Dec-2012	01-Jan-2020			12-Feb-1961	NA		1	0	1	0	SC	
Mr.	Aditya Madhav Keswani	07208901	NED		17-Jun-2015	17-Jun-2015			07-May-1991	NA		1	0	0	0		
Mr.	Willem Albertus Hazeleger	07902239	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	ID		15-Jun-2017	15-Jun-2017		48	23-Dec-1961	NA		1	1	2	1	AC,SC, NRC	
Mr.	Paramartha Saikia	07145770	ID		15-Jun-2017	15-Jun-2017		48	15-Mar-1962	NA		2	2	2	0	SC,NRC	
Mr.	Pradeep	05198	ID		05-Dec-	05-Dec-		42	14-Sep-	NA		1	1	2	1	AC,RC,	

	Mathur	770			2017	2017			1957								NRC
Mr.	Arvind Singhania	00934 017	ID		15-Jun-2017	15-Jun-2017	48		28-May-1964	NA		2	1	1	0		
Mr.	Ashish Kumar Guha	00004 364	ID		15-Jun-2017	15-Jun-2017	48		18-Nov-1956	NA		1	1	2	1		AC
Mr.	Arindam Kumar Bhattacharya	01570 746	ID		11-Apr-2019	11-Apr-2019	27		04-Mar-1962	NA		1	1	2	0		AC,RC, NRC
Mr.	Niten Malhan	00614 624	ID		06-Nov-2020	06-Nov-2020	8		02-Aug-1971	NA		3	3	3	0		AC,RC, NRC

Company Remarks	Mr. Patanjali Govind Keswani is the Chairman & Managing Director of the Company
Whether Regular 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	Ashish Kumar Guha	ID	Member	15-Jun-2017	
3	Arindam Kumar Bhattacharya	ID	Member	13-Feb-2020	
4	Niten Malhan	ID	Member	06-Nov-2020	
5	Freyan Jamshed Desai	ID	Member	09-Feb-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pradeep Mathur	ID	Chairperson	09-Feb-2021	
2	Patanjali Govind Keswani	C & ED	Member	29-May-2019	
3	Niten Malhan	ID	Member	09-Feb-2021	
4	Arindam Kumar Bhattacharya	ID	Member	09-Feb-2021	
5	Vikramjit Singh	Member	Member	29-May-2019	
6	Kapil Sharma	Member	Member	09-Feb-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Niten Malhan	ID	Chairperson	06-Nov-2020	
2	Paramartha Saikia	ID	Member	09-Aug-2018	
3	Pradeep Mathur	ID	Member	05-Dec-2017	
4	Freyan Jamshed Desai	ID	Member	11-Apr-2019	
5	Arindam Kumar Bhattacharya	ID	Member	06-Nov-2020	

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
09-Feb-2021	15-Jun-2021	Yes	9	5
30-Mar-2021		Yes	10	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	76

iv. **Meeting of Committees**

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>
Audit Committee	08-Feb-2021		Yes	4	4
Audit Committee	30-Mar-2021		Yes	5	5
Audit Committee		03-May-2021	Yes	5	5
Audit Committee		14-Jun-2021	Yes	5	5
Nomination & Remuneration Committee	08-Feb-2021		Yes	5	5
Nomination & Remuneration Committee		15-Jun-2021	Yes	5	5

<b>Company Remarks</b>	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	41

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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** : **Company Secretary & Compliance Officer**