

October 20, 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 September 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 September 30, 2021.

You are requested to kindly take the same on record.

Thanking You

**For Lemon Tree Hotels Limited**



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

Encl. as above

**Lemon Tree Hotels Limited**

(CIN No. L74899DL1992PLC049022)

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

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**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-Sep-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 Directorship in listed entities including this listed entity	No of members 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	C & ED	MD	07-Oct-2002	01-Apr-2018			09-Feb-1959	NA		1	0	1	0	SC, RC	
Mrs.	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	0096 5073	ID		15-Jun-2017	15-Jun-2017		51	23-Dec-1961	NA		1	1	2	1	AC,SC,NR C
Mr.	Paramartha Saikia	0714 5770	ID		15-Jun-2017	15-Jun-2017		51	15-Mar-1962	NA		2	2	2	0	SC,NR RC
Mr.	Pradeep Mathur	0519 8770	ID		05-Dec-2017	05-Dec-2017		45	14-Sep-1957	NA		1	1	2	1	AC,RC,NR C
Mr.	Arvind Singhania	0093 4017	ID		15-Jun-2017	15-Jun-2017		51	28-May-1964	NA		2	1	1	0	
Mr.	Ashish Kumar Guha	0000 4364	ID		15-Jun-2017	15-Jun-2017		51	18-Nov-1956	NA		1	1	2	1	AC
Mr.	Arindam Kumar Bhattacharya	0157 0746	ID		11-Apr-2019	11-Apr-2019		30	04-Mar-1962	NA		2	2	2	0	AC,RC, NRC
Mr.	Niten Malhan	0061 4624	ID		06-Nov-2020	06-Nov-2020		11	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 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
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1	Pradeep Mathur	ID	Chairperson	09-Aug-2018	
2	Ashish Kumar Guha	ID	Member	15-Jun-2017	
3	Niten Malhan	ID	Member	06-Nov-2020	
4	Freyan Jamshed Desai	ID	Member	09-Feb-2021	
5	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	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**

<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	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**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>
15-Jun-2021	11-Aug-2021	Yes	4	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	56

**iv. Meeting of Committees**

<b>Name of the</b>	<b>Date(s) of</b>	<b>Date(s) of</b>	<b>Whether</b>	<b>Number of</b>	<b>Number of</b>
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<b>Committee</b>	<b>meeting during of the committee in the previous quarter</b>	<b>meeting of the committee in the relevant quarter</b>	<b>requirement of Quorum met (Yes/No)</b>	<b>Directors present</b>	<b>independent directors present</b>
Audit Committee	03-May-2021		Yes	0	5
Audit Committee	14-Jun-2021		Yes	0	5
Audit Committee		10-Aug-2021	Yes	0	4
Stakeholders Relationship Committee		11-Aug-2021	Yes	2	2
Risk Management Committee		05-Aug-2021	Yes	1	2

<b>Company Remarks</b>	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	56

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**

## ANNEXURE III

### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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**

**ANNEXURE IV**

	Lemon Tree Hotels Limited	30-09-2021
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>
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<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months (taking into account any invocation)</b>
<i>Promoter or any other entity controlled by them</i>	NA	0	0
<i>Promoter Group or any other entity controlled by them</i>	NA	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	NA	0	0
<i>KMPs or any other entity controlled by them</i>	NA	0	0

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<i>Promoter or any other entity controlled by them</i>	NA	0	0
<i>Promoter Group or any other entity controlled by them</i>	NA	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	NA	0	0
<i>KMPs or any other entity controlled by them</i>	NA	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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<b>Affirmations</b>
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*All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company*

**Company Remarks in case of non-compliant status**

The Company has not granted/provided any loan, guarantee, comfort letter/security etc in any form to Promoter, Promoter Group, Directors(including relatives), KMP or any other entity controlled by them

**Name:** Kapil Sharma

**Designation:** Chief Financial Officer

**Place:** NEW DELHI

**Date:** 20-Oct-2021