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General information about company

Scrip code	532699
NSE Symbol	ROHLTD
MSEI Symbol	NOTLISTED
ISIN	INE283H01019
Name of the entity	Royal Orchid Hotels Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter
ended date only

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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

Add Notes

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	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)	Notes for not providing PAN	Notes for not providing DIN
<div>AddDelete</div>																				
1	Mr	Chander kamal Bajaj	ACTPB3357L	00081844	Executive Director	Chairperson		21-02-1951	NA		03-09-1992	25-03-2020			1	0	1	0		
2	Mr	Sunil Sikka	AAUP54596D	00083032	Non-Executive - Non Independent Director	Not Applicable		24-09-1958	NA		30-09-2000	28-09-2018			1	0	0	0		
3	Mr	Keshav Bajaj	AKYB2322A	00344855	Non-Executive - Non Independent Director	Not Applicable		16-12-1983	NA		11-11-2019	09-11-2020			1	0	0	0		
4	Mr	Vivek Mansingh	AGPM1405B	06903079	Non-Executive - Independent Director	Not Applicable		03-04-1956	NA		12-08-2016	12-08-2016		55	1	1	2	1		
5	Mr	Naven Jain	AAAP16938N	00051183	Non-Executive - Independent Director	Not Applicable		04-06-1958	NA		25-10-2016	25-10-2019		53	2	2	8	2		
6	Mrs	Lillian Jessie Paul	ADQPW4942D	02864506	Director	Not Applicable		02-05-1970	NA		02-11-2017	02-11-2020		40	3	3	4	0		

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2020.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2020 to September 30,2020.

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	00051183	Naveen Jain	Non-Executive - Independent Director	Chairperson	25-10-2016		
2	06903079	Vivek Mansingh	Non-Executive - Independent Director	Member	12-08-2016		
3	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Member	12-11-2017		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Chairperson	02-11-2017		
2	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Member	12-08-2016		
3	00051183	Naveen Jain	Non-Executive - Independent Director	Member	25-10-2016		
4							
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9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	06903079	Vivek Mansingh	Non-Executive - Independent Director	Chairperson	12-08-2016		
2	00051183	Naveen Jain	Non-Executive - Independent Director	Member	25-10-2016		
3	00081844	Chander Kamal Baljee	Executive Director	Member	01-04-2015		
4							
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Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Chairperson	02-11-2017		
2	00081844	Chander Kamal Bajee	Executive Director	Member	01-04-2015		
3	00083032	Sunil Sikka	Non-Executive - Non Independent Director	Member	07-08-2015		
4							
5							
6							
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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
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Disclosure of notes on meeting of board of directors explanatory

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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)	Number of Directors present*	No. of Independent Directors attending the meeting*
Add Delete						
1	12-11-2020			Yes	5	3
2	12-02-2021	91		Yes	6	3

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* to be filled in only for the current quarter meetings

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Disclosure of notes on meeting of committees explanatory

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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	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	13-11-2020				Yes	3	3
2	Audit Committee	12-02-2021	90			Yes	3	3
3	Stakeholders Relationship Committee	12-02-2021				Yes	3	3

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* to be filled in only for the current quarter meetings

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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	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.royalorchidhotels.com/investors
2	Terms and conditions of appointment of independent directors	Yes		www.royalorchidhotels.com/investors
3	Composition of various committees of board of directors	Yes		www.royalorchidhotels.com/investors
4	Code of conduct of board of directors and senior management personnel	Yes		www.royalorchidhotels.com/investors
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.royalorchidhotels.com/investors
6	Criteria of making payments to non-executive directors	Yes		www.royalorchidhotels.com/investors
7	Policy on dealing with related party transactions	Yes		www.royalorchidhotels.com/investors
8	Policy for determining 'material' subsidiaries	Yes		www.royalorchidhotels.com/investors
9	Details of familiarization programmes imparted to independent directors	Yes		www.royalorchidhotels.com/investors
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.royalorchidhotels.com/investors
11	email address for grievance redressal and other relevant details	Yes		www.royalorchidhotels.com/investors
12	Financial results	Yes		www.royalorchidhotels.com/investors
13	Shareholding pattern	Yes		www.royalorchidhotels.com/investors
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.royalorchidhotels.com/investors
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.royalorchidhotels.com/investors
18	Credit rating or revision in credit rating obtained	Yes		www.royalorchidhotels.com/investors
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.royalorchidhotels.com/investors
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	NA		
21	Materiality Policy as per Regulation 30	Yes		www.royalorchidhotels.com/investors
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.royalorchidhotels.com/investors
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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 500 listed entities)	NA
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Ranabir Sanyal
2	Designation	Company Secretary and Compliance Officer

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Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided			<div>Add Notes</div>	
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Annexure II		
1	Name of signatory	Ranabir Sanyal
2	Designation	Company Secretary and Compliance Officer

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Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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1	Name of signatory	Ranabir Sanyal
2	Designation	Company Secretary and Compliance Officer

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Signatory Details

Name of signatory	Ranabir Sanyal
Designation of person	Company Secretary and Compliance Officer
Place	Bangalore
Date	02-04-2021

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