

The Manager  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor, Plot No.C/1  
G Block, Bandra Kurla Complex  
Bandra East  
MUMBAI – 400 051.

Dt:10.04.2018

Scrip Code: TAJGVK

### Compliance Report on Corporate Governance for the Quarter ended 31st March, 2018

We furnish hereunder the status of implementation of the code of Corporate Governance in the prescribed format as amended pursuant to Regulation 27(2)(a) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

1. Name of Listed Entity : TAJGVK Hotels & Resorts Limited  
2. Quarter Ending : 31.03.2018  
3. ANNEXURE - I

#### A. Composition of Board of Directors :

Name of the Director	PAN	DIN	Category	Date of Appointment in the current term / cessation	Tenure (years)	No. of Directorship in listed entities including this listed entity	No. of memberships in Audit/ Stake holder Committee held in listed entities including this listed entity
Dr.GVK Reddy	ACGPG1923N	00005212	Chairman	02.02.1995		2	Nil
Mrs.G Indira Krishna Reddy	ACGPG1935J	00005230	Managing Director	25.04.2015	5	1	Nil
Mrs.Shalini Bhupal	ACEPB2655G	00005431	Executive Director	16.06.2014	5	1	Nil
Mr.G V Sanjay Reddy	ACGPG2283D	00005282	Non Executive Director	02.02.1995		2	Nil
Mr.Krishna R Bhupal	AEYP88584Q	00005442	Non Executive Director	24.10.2009		2	1
Mr. Puneet Chhatwal	BBIPC6775N	07624616	Non Executive Director	02.02.2018		3	2
Mr. Rajendra Misra	ADMPM8724C	07493059	Non Executive Director	13.05.2016		1	Nil
Mr. Giridhar Sanjeevi	ABQ952534L	06648008	Non Executive Director	01.08.2017		3	1
Mr.D R Kaarthikeyan	AAXPK8665Q	00327907	Independent Director	28.07.2015	5	5	3
Mr.C D Arha	A8XPA2731N	02226619	Independent Director	01.08.2014	5	1	Nil
Mr. K Jayabharath Reddy	AAYPK8947Q	00038342	Independent Director	28.07.2015	5	2	2
Mr.M B N Rao	AADPN0586D	00287260	Independent Director	28.07.2015	5	4	4
Mr. Ch G Krishna Murthy	ADCPC5293N	01567614	Independent Director	28.07.2015	5	2	4
Mr. S Anwar	AOGPS9983N	06454745	Independent Director	28.07.2015	5	2	2
Mr. A Rajasekhar	AHVPR6516J	01235041	Independent Director	01.08.2014	5	1	Nil
Mrs. Santha John	ADAPJ9788P	00848172	Independent Director	28.07.2015	5	2	Nil

Contd ....

For TAJGVK HOTELS & RESORTS LTD.

  
CFO & Company Secretary

**TAJGVK HOTELS & RESORTS LIMITED**

CIN: L40109AP1995PLC019349

Registered Office: Taj Krishna, Road No. 1, Banjara Hills, Hyderabad - 500 034, Telangana, India  
Telephone : (91-40) 2339 2323, 6666 2323; Fax: (91-40) 6662 5364; Website: www.tajgvk.in; GSTIN - 36AABCT2223L1ZF

**B. Composition of Committees :**

Name of the Committee	Name of Committee members	Category
<b>1. Audit Committee</b>	Mr. K Jayabharath Reddy	Chairman
	Mr. Krishna R Bhupal	Member
	Mr. Puneet Chhatwal	Member
	Mr. M B N Rao	Member
	Mr.Ch G Krishna Murthy	Member
	Mr. S Anwar	Member
<b>2. Stakeholders Relationship Committee</b>	Mr.Ch G Krishna Murthy	Chairman
	Mrs. G Indira Krishna Reddy	Member
<b>3. Nomination &amp; Remuneration Committee</b>	Mr. K Jayabharath Reddy	Chairman
	Mr. Krishna R Bhupal	Member
	Mr. Puneet Chhatwal	Member
	Mr.D R Kaarthikeyan	Member
	Mr.C D Arha	Member
	Mr. M B N Rao	Member
<b>4. Corporate Social Responsibility Committee</b>	Mr.Ch G Krishna Murthy	Chairman
	Mrs. G Indira Krishna Reddy	Member
	Mr.D R Kaarthikeyan	Member
<b>5. Risk Management Committee</b>	Mrs. G Indira Krishna Reddy	Chairperson
	Mrs. Shalini Bhupal	Member
	Mr. K Mohanchandran	Member
	Mr. Hitendra Sharma	Member
	Mr. Srinivas Lahari	Member

**C. 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	Maximum gap between any two consecutive meetings (in number of days)
02.11.2017	02.02.2018	91 days

**D. Meeting of Committees :**

Name of the Committee	Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
<b>1. Audit Committee</b>	02.11.2017	YES	02.02.2018	91 days
<b>2. Stakeholders Relationship Committee</b>	02.11.2017	YES	02.02.2018	91 days
<b>3. Corporate Social Responsibility Committee</b>	-	YES	26.03.2018	-
<b>4. Nomination &amp; Remuneration Committee</b>	-	-	-	-
<b>5. Risk Management Committee</b>	-	YES	26.03.2018	-

For TAJGVK HOTELS &amp; RESORTS LTD.

  
 CFO & Company Secretary

<b>E. Related Party Transactions (RPT) :</b>	
<b>Subject</b>	<b>Compliance Status (Yes/No/NA)</b>
Whether prior approval of Audit Committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

**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	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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	YES

Thanking you we remain,

**For TAJGVK Hotels & Resorts Limited**

  
**J SRINIVASA MURTHY**  
**CFO & COMPANY SECRETARY**



## ANNEXURE II


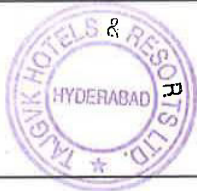
Format to be submitted by listed entity at the end of the financial year  
(for the whole of financial year)

<b>I. Disclosure on website in terms of Listing Regulations</b>	
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	NA
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	Yes

**For TAJGVK HOTELS & RESORTS LTD.**

  
 CEO & Company Secretary



<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
<b>Note</b>		
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/ N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.		
2 If status is "No" details of non-compliance may be given here.		
3 If the Listed Entity would like to provide any other information the same may be indicated here.		
<b>III Affirmations:</b>		
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied : NA		
<p style="text-align: center;">   <b>Name &amp; Designation : J SRINIVASA MURTHY</b>  <b>Designation : CFO &amp; COMPANY SECRETARY</b> </p> <p style="text-align: center;">  </p>		