

13<sup>th</sup> April, 2022

Bombay Stock Exchange Ltd.  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Bldg, P J Towers,  
Dalal Street, Fort  
**MUMBAI – 400 001.**

The National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block,  
Bandra Kurla Complex, Bandra East  
**MUMBAI – 400 051.**

Dear Sir,

**Sub: Corporate Governance Report for the quarter 31.03.2022.**  
**Ref : BSE Scrip Code:532390, NSE Scrip Code:TAJGVK.**

With reference to the above, please find enclosed the Corporate Governance Report of the company for the quarter ended 31<sup>st</sup> March, 2022.

This is for your information and records please.

Kindly acknowledge receipt.

Yours faithfully

**For TAJGVK Hotels & Resorts Limited**



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



Encl: a/a

**ANNEXURE-1 : Format to be submitted by listed entity on quarterly basis :**

Compliance Report on Corporate Governance

1. Name of Listed Entity : **TAJGVK HOTELS & RESORTS LIMITED**

2. Quarter Ended : **31.03.2022**

3. Compositions of Board of Directors

S No	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Date of Birth	Whether Special Resolution Passed (Refer Reg 17(LA) 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)
1	Dr. GVK Reddy	AGRPG1923N	00005212	Non-Executive - Non Independent Director	Chairperson	22-03-1937	Yes	30-03-2019	02-02-1995	24-09-2021		60	2	0	0	0
2	Mrs. G Indira Krishna Reddy	ACGPG1935J	00005230	Executive Director	Managing Director	17-10-1944	NA		08-05-2000	25-04-2020		60	1	0	1	0
3	Mrs. Shalini Bhupal	ACEPB2655G	00005431	Executive Director	Joint Managing Director	21-07-1963	NA		17-06-2004	16-06-2019		60	1	0	1	0
4	Mr. Krishna R Bhupal	AEPYB8584Q	00005442	Non-Executive - Non Independent Director	Not Applicable	16-03-1983	NA		24-10-2009	24-09-2021			2	0	1	0
5	Mr. Puneet Chhatwal	BBIPC6775N	07624616	Non-Executive - Non Independent Director	Not Applicable	16-04-1964	NA		02-02-2018	24-09-2020			4	0	2	0
6	Mr. Rajeshkumar Harshadrai Parleth	AAABPF6839K	01942405	Non-Executive - Non Independent Director	Not Applicable	13-06-1962	NA		06-08-2021	24-09-2021			1	0	0	0
7	Mr. D R Kearthikayan	AAAPR6665Q	00327907	Non-Executive - Non Independent Director	Not Applicable	02-10-1939	Yes	30-03-2019	27-04-2001	04-08-2020		60	5	5	3	0
8	Mr. M B N Rao	AAADPN0586D	00287260	Non-Executive - Non Independent Director	Not Applicable	19-06-1948	NA		24-10-2009	04-08-2020		60	4	4	4	2
9	Mr. A Rajasekhar	AHVPR6516J	01235041	Non-Executive - Non Independent Director	Not Applicable	26-09-1968	NA		03-02-2014	25-07-2019		60	2	2	2	0
10	Mr. N Sandeep Reddy	ABEPN6555E	00483326	Non-Executive - Non Independent Director	Not Applicable	22-07-1958	NA		15-05-2019	25-07-2019		60	1	1	1	0
11	Mr. N Anil Kumar Reddy	AAUPN7897A	00017586	Non-Executive - Non Independent Director	Not Applicable	05-10-1959	NA		15-05-2019	25-07-2019		60	2	2	2	1
12	Mrs. Dinaz Noria	ABUPC7422K	00892342	Non-Executive - Non Independent Director	Not Applicable	16-06-1963	NA		25-06-2020	24-09-2020		60	1	1	0	0

For **TAJGVK HOTELS & RESORTS LTD.**

*[Signature]*  
**Company Secretary**

II. Composition of Committees :

<b>Audit Committee</b>						
Sr.No.	DIN	Name of the Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00287260	Mr. M B N Rao	Non-Executive -Independent Director	Chairperson	04-08-2020	-
2	00005442	Mr. Krishna R Bhupal	Non-Executive - Non Independent Director	Member	29-01-2016	-
3	07624616	Mr. Puneet Chhatwal	Non-Executive - Non Independent Director	Member	02-02-2018	-
4	00017586	N Anil Kumar Reddy	Non-Executive - Independent Director	Member	04-08-2020	-
5	01235041	Mr. A Rajasekhar	Non-Executive - Independent Director	Member	04-08-2020	-
6	00483826	Mr. N Sandeep Reddy	Non-Executive - Independent Director	Member	04-08-2020	-

<b>Nomination and Remuneration Committee</b>						
Sr.No.	DIN	Name of the Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00017586	N Anil Kumar Reddy	Non-Executive - Independent Director	Chairperson	04-08-2020	-
2	00005442	Mr. Krishna R Bhupal	Non-Executive - Non Independent Director	Member	29-01-2016	-
3	07624616	Mr. Puneet Chhatwal	Non-Executive - Non Independent Director	Member	02-02-2018	-
4	01235041	Mr. A Rajasekhar	Non-Executive - Independent Director	Member	04-08-2020	-
5	00483826	Mr. N Sandeep Reddy	Non-Executive - Independent Director	Member	04-08-2020	-

<b>Stakeholders Relationship Committee</b>						
Sr.No.	DIN	Name of the Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00017586	N Anil Kumar Reddy	Non-Executive - Independent Director	Chairperson	04-08-2020	-
2	00005230	Mrs. G Indira Krishna Reddy	Executive Director	Member	12-05-2014	-
3	00005431	Mrs. Shalini Bhupal	Executive Director	Member	01-11-2018	-

<b>Corporate Social Responsibility Committee</b>						
Sr.No.	DIN	Name of the Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	01235041	Mr. A Rajasekhar	Non-Executive - Independent Director	Chairperson	04-08-2020	-
2	00005431	Mrs. Shalini Bhupal	Executive Director	Member	04-08-2020	-
3	00892342	Mrs. Dinaz Noria	Non-Executive - Independent Director	Member	04-08-2020	-

<b>Risk Management Committee</b>						
Sr.No.	DIN	Name of the Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00017586	N Anil Kumar Reddy	Non-Executive - Independent Director	Chairperson	04-08-2020	-
2	00005230	Mrs. G Indira Krishna Reddy	Executive Director	Member	30-10-2014	-
3	00005431	Mrs. Shalini Bhupal	Executive Director	Member	30-10-2014	-
4	99999999	Mr. Srinivas Lahari	Member	Member	30-10-2014	-
5	99999999	Mr. Ian Dubier	Member	Member	04-08-2020	-

For TAJGVK HOTELS & RESORTS LTD.

  
CEO & Company Secretary

III. Meeting of Board of Directors :					
S.No.	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)	Whether requirement of Quorum met (Yes / No)	No. of Directors Present	No. of Independent Directors attending the meeting
1	20-10-2021		Yes	12	6
2	31-01-2022	102	Yes	11	6

IV. Meeting of Committees :						
S.No.	Name of the 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)	Whether requirement of Quorum met (Yes / No)	No. of Directors Present	No. of Independent Directors attending the meeting
1	Audit Committee	20-10-2021		Yes	5	3
2	Audit Committee	31-01-2022	102	Yes	6	4
3	Stakeholders Relationship Committee	20-10-2021		Yes	3	1
4	Stakeholders Relationship Committee	31-01-2022	102	Yes	3	1
5	Risk Management Committee	28-03-2022		Yes	5	1
6	Corporate Social Responsibility	31-03-2022		Yes	3	2

V. Related Party Transactions (RPT) :	
Subject	Compliance Status (Yes/No/NA)
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

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>Sr No.</b>	<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Web Address</b>
1	Details of business	Yes	www.tajgvk.in
2	Terms and conditions of appointment of independent directors	Yes	www.tajgvk.in
3	Composition of various committees of board of directors	Yes	www.tajgvk.in
4	Code of conduct of board of directors and senior management personnel	Yes	www.tajgvk.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.tajgvk.in
6	Criteria of making payments to non-executive directors	Yes	www.tajgvk.in
7	Policy on dealing with related party transactions	Yes	www.tajgvk.in
8	Policy for determining 'material' subsidiaries	NA	NA
9	Details of familiarization programmes imparted to independent directors	Yes	www.tajgvk.in
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.tajgvk.in
11	email address for grievance redressal and other relevant details	Yes	www.tajgvk.in
12	Financial results	Yes	www.tajgvk.in
13	Shareholding pattern	Yes	www.tajgvk.in
14	Details of agreements entered into with the media companies and/or their associates	NA	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	NA	NA
16	New name and the old name of the listed entity	NA	NA
17	Advertisements as per regulation 47(1)	Yes	www.tajgvk.in
18	Credit rating or revision in credit rating obtained	Yes	www.tajgvk.in
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	NA
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.tajgvk.in
21	Materiality Policy as per Regulation 30	Yes	www.tajgvk.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	www.tajgvk.in
23	It is certified that these contents on the website of the listed company are correct	Yes	www.tajgvk.in

For TAJGVK HOTELS & RESORTS LTD.

  
 CEO & Company Secretary

**ANNEXURE-II**

**II Annual Affirmations**

Sr.No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
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)	Yes
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 Stakeholder Relationship Committee	20(3A)	Yes
22	Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
23	Meeting of Risk Management Committee	21(3A)	Yes
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)	Yes
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed	24(2),(3),(4),(5) & (6)	NA
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)	NA
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

**Note**

- 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.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied : NA

Name & Designation : J SRINIVASA MURTHY  
Designation : CFO & COMPANY SECRETARY



Home Validate

Additional Half yearly Disclosure

Applicability of disclosure	Applicable
Reason for Non Applicability	Add Notes
i. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below	
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to	
Entity	Aggregate amount advanced during six months
Promoter or any other entity controlled by them	0.00
Promoter Group or any other entity controlled by them	0.00
Directors (including relatives) or any other entity controlled by them	0.00
KMPs or any other entity controlled by them	0.00
(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	
Entity	Type (guarantee, comfort letter etc.)
Promoter or any other entity controlled by them	0 0.00
Promoter Group or any other entity controlled by them	0 0.00
Directors (including relatives) or any other entity controlled by them	0 0.00
KMPs or any other entity controlled by them	0 0.00
(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	
Entity	Type of security (cash, shares etc.)
Promoter or any other entity controlled by them	0 0.00
Promoter Group or any other entity controlled by them	0 0.00
Directors (including relatives) or any other entity controlled by them	0 0.00
KMPs or any other entity controlled by them	0 0.00
(D) Additional information	
II. Affirmations	
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	
Name	J SRINIVASA MURTHY
Designation	CFO
Place	HYDERABAD
Date	13-04-2022
Compliance Status	
No	
Company Remarks	
Add Notes	

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For 'AJGVK HOTELS & RESORTS LTD.

*J. Srinivasa Murthy*  
CFO & Company Secretary