

12th April, 2024

Bombay Stock Exchange Ltd.
1st Floor, New Trading Ring,
Rotunda Bldg, P J Towers,
Dalal Street, Fort
MUMBAI - 400 001.

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

Dear Sir,

Sub: Corporate Governance Report for the quarter 31.03.2024.
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 31st March, 2024.

This is for your information and records please.

Kindly acknowledge receipt.

Yours faithfully
For TAJ GVK Hotels & Resorts Limited


J SRINIVASA MURTHY
CFO & COMPANY SECRETARY
M No.FCS-4460



Encl: a/a

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General information about company

Scrip code	532390
NSE Symbol	TAJGVK
MSEI Symbol	NOTLISTED
ISIN	INE586B01026
Name of the entity	TAJ GVK HOTELS & RESORTS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Enter the quarter
ended date only

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For TAJGVK HOTELS & RESORTS LTD.


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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	08-11-2023			Yes	14	14	7
2	05-02-2024	88		Yes	14	13	7

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Annexure 1

IV. Meeting of Committees

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	08-11-2023				Yes	6	6	4	0
2	Audit Committee Stakeholders Relationship	05-02-2024	88			Yes	6	6	4	0
3	Stakeholders Relationship Committee	08-11-2023				Yes	3	3	2	0
4	Stakeholders Relationship Committee	05-02-2024	88			Yes	3	3	2	0
5	Risk Management Committee Corporate Social Responsibility	01-02-2024				Yes	3	3	1	0
6	Committee	27-03-2024	54			Yes	3	3	3	0

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Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Other details of cyber security incidence or breaches or loss of data event	<input type="button" value="Add Notes"/>
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
Sr.	Date of the event
	Brief details of the event

For TAJGVK HOTELS & RESORTS LTD.


CFO & Company Secretary

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Annexure 1			
V. Related Party Transactions			
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 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 1000 listed entities)	Yes
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	J SRINIVASA MURTHY
2	Designation	Company Secretary and Compliance Officer

For TAJGVK HOTELS & RESORTS LTD.


CFO & Compliance Officer

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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)

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.
1	Details of business	Yes	
2	Terms and conditions of appointment of independent directors	Yes	http://www.tajgvk.in/aboutus.html
3	Composition of various committees of board of directors	Yes	http://www.tajgvk.in/appointment-letters.html
4	Code of conduct of board of directors and senior management personnel	Yes	http://www.tajgvk.in/management.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	http://www.tajgvk.in/Code-of-Conduct.html
6	Criteria of making payments to non-executive directors	Yes	http://www.tajgvk.in/Vigil-Mechanism-Policy.pdf
7	Policy on dealing with related party transactions	Yes	http://www.tajgvk.in
8	Policy for determining 'material' subsidiaries	Yes	http://www.tajgvk.in/related-party-disclosure.html
9	Details of familiarization programmes imparted to independent directors	NA	
10	Email address for grievance redressal and other relevant details	Yes	http://www.tajgvk.in
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.tajgvk.in
12	Financial results	Yes	http://www.tajgvk.in
13	Shareholding pattern	Yes	http://www.tajgvk.in
14	Details of agreements entered into with the media companies and/or their associates	NA	
15.1	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	http://www.tajgvk.in/Financial-Results.html
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA	http://www.tajgvk.in/Share-Pattern.html
16	New name and the old name of the listed entity	NA	
17	Advertisements as per regulation 47 (1)	Yes	http://www.tajgvk.in
18	Credit rating or revision in credit rating obtained	Yes	http://www.tajgvk.in/credit-rating.html
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	
20	Secretarial Compliance Report	Yes	http://www.tajgvk.in/annual-secretarial-compliance-reports.html
21	Materiality Policy as per Regulation 30 (4)	Yes	http://www.tajgvk.in/PolicyonMateriality.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	http://www.tajgvk.in/PolicyonMateriality.pdf
23	Disclosures under regulation 30(8)	Yes	http://www.tajgvk.in/WebsiteArchivalPolicy.pdf
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	http://www.tajgvk.in/dividend-distribution-policy.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	http://www.tajgvk.in/Annual-report.html
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	http://www.tajgvk.in
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	http://www.tajgvk.in
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		

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For TAJGVK HOTELS & RESORTS LTD.



CFO & Company Secretary

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(1C), 17(1D) & 17(1E)	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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers Insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with JOY K HOTELS & RESORTS LTD. dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	

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Any other information to be provided

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Annexure II		
III. Affirmations	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	NA
Any other information to be provided		Add Notes

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Annexure II	
1	Name of signatory J SRINIVASA MURTHY Company Secretary and Compliance Officer
2	Designation

For TAJGVK HOTELS & RESORTS LTD.


CFO & Company Secretary

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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	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	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.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	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.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			
Add Notes			
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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).		No	Add Notes
Name	J SRINIVASA MURTHY		
Designation	CFO		
Place	HYDERABAD		
Date	05-04-2024		

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For TAJGVK HOTELS & RESORTS LTD.

 CFO & Company Secretary

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Signatory Details	
Name of signatory	J SRINIVASA MURTHY
Designation of person	Company Secretary and Compliance Officer
Place	HYDERABAD
Date	12-04-2024

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For TAJGVK HOTELS & RESORTS LTD.



Company Secretary