



HS INDIA LIMITED

CIN - L55100MH1989PLC053417

Annexure-I Quarterly Compliance Report on Corporate Governance

1 Name of Listed Entity: H S INDIA LIMITED
2 Quarter ending: 31.03.2021

I. Composition of Board of Directors												
Title (Mr/Mrs)	Name of the Directors	PAN ⁵ & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ⁶	Initial Date of Appointment	Date Of Re-Appointment	Date Of Cessation	Tenure*	Date of Birth	No of Directorship in Listed Entities Including this listed entity [In reference to Regulation 17A(1)]	No. of Independent Directorship in Listed entities including this listed entity [In reference to proviso to regulation 17A(1)]	Number of membership 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]
Mr.	Pushpendra Bansal	ABIPB2394M & 00086343	Executive	11-09-2019				15-09-1960	2	0	0	0
Mr.	Ramesh Radheyshyam Bansal	ABMPB3035D & 00086256	Executive	29-09-2005	01-08-2019			04-10-1950	1	0	1	0
Mrs.	Sangita Pushpendra Bansal	AGIPB1414D & 01571275	Non-Executive	11-09-2014				13-12-1963	2	0	0	0
Mr.	Pradeep Om Dhawan	AA8PD9945I & 00519455	Non-Executive - Independent	02-07-2001	11-09-2019		237	27-01-1955	1	1	2	2
Mr.	Dinesh Parasram Mistry	ARTPM0880C & 07411914	Non-Executive - Independent	13-02-2016			62	22-11-1972	1	1	2	0
Mr.	Shiladitya Mukherjee	APCPM7316L & 08497453	Non-Executive - Independent	03-08-2019			20	23-03-1973	1	1	2	0

Whether Regular Chairperson appointed	No
Whether Chairperson is related to Managing Director or CEO	Not Applicable
⁵ PAN number of any director would not be displayed on the website of Stock Exchange	
⁶ Category of director means executive/non-executive/independent/nominee. If a director fits into more than one category write all categories separating them with hyphen.	
* to be filled only for Independent Director. Tenure would mean total period from which independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period	

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson/Non-Executive/Independent/Nominee) ⁵	Date of Appointment	Date of Cessation
1. Audit Committee	YES	Mr. Pradeep Om Dhawan	Chairman of the Committee- Non-Executive - Independent	02-07-2001	
		Mr. Ramesh Radheyshyam Bansal	Executive	31-10-2007	
		Mr. Dinesh Parasram Mistry	Non-Executive - Independent	13-02-2016	
		Mr. Shiladitya Mukherjee	Non-Executive - Independent	03-08-2019	
		Mr. Pradeep Om Dhawan	Chairman of the Committee- Non-Executive - Independent	02-07-2001	
2. Nomination & Remuneration Committee	YES	Mr. Dinesh Parasram Mistry	Non-Executive - Independent	13-02-2016	
		Mr. Shiladitya Mukherjee	Non-Executive - Independent	03-08-2019	
		Mr. Pradeep Om Dhawan	Chairman of the Committee- Non-Executive - Independent	02-07-2001	
3. Stakeholders Relationship Committee	YES	Mr. Dinesh Parasram Mistry	Non-Executive - Independent	13-02-2016	
		Mr. Shiladitya Mukherjee	Non-Executive - Independent	03-08-2019	
4. Risk Management Committee (if applicable)					

⁵ Category of director means executive/non-executive/independent/nominee. If a director fits into more than one category write all categories separating them with hyphen

III. 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	Whether requirement of Quorum met*	Number of Director present*	Number of independent Directors present*	Maximum gap between any two consecutive (in number of days)
06-11-2020	13-02-2021	Yes	6	3	98

* to be filled in only for the current quarter meetings

IV. Meeting of Committees - Audit Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Director present*	Number of independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
13-02-2021	Yes	4	3	06-11-2020	98

IV. Meeting of Committees - Nomination and Remuneration Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Director present*	Number of independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
13-02-2021	Yes	3	3	No Meetings	0

IV. Meeting of Committees - Stakeholders Relationship Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Director present*	Number of independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
13-02-2021	Yes	3	3	06-11-2020	98

* This information has to be mandatorily given for Audit committee Meeting, for rest of the committees giving this information is optional.

** to be filled in only for the current quarter meetings

V. Related Party Transactions		Compliance status (Yes/No/NA) (refer note below)
Subject		
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT [†]		Yes
Whether details of RPT entered into pursuant to another approval have been reviewed by Audit Committee		Yes



REGD. OFF : UNIT NO. 202, MORYA BLUE MOON, OFF NEW LINK ROAD, ANDHERI WEST, MUMBAI - 400053, MAHARASHTRA.
TEL. : 022-49240174, E-MAIL: hsindialimited@gmail.com,
Website: www.hsindia.in

LOCATION : DELHI GATE, OPP. LINEAR BUS STAND, RING ROAD, SURAT - 395 003.
TEL. : 0261-2418300, E-MAIL : accountslps@lordshotels.com





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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 Regulation, "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.

VI. Affirmations

- 1 The composition of Board of Director is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 2 The composition of the following committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities) - Not applicable
- 3 The committee members have been made aware of their power, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 4 The meeting of the board of the directors and committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 5 The report submitted in the previous quarter has been placed before Board of Directors in their Meeting held on 12.02.2020 in the relevant quarter. There were no comments/observations/advice of Board of Directors.

FOR H S INDIA LIMITED


HITESH LIMBANI

Company Secretary / Compliance Officer / Managing Director / CEO



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ANNEXURE II

Yearly Compliance Report on Corporate Governance

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)refer note below	Website
Details of business	Yes	www.hsindia.in
Terms and conditions of appointment of independent directors	Yes	www.hsindia.in
Composition of various committees of board of directors	Yes	www.hsindia.in
Code of conduct of board of directors and senior management personnel	Yes	www.hsindia.in
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.hsindia.in
Criteria of making payments to non-executive directors	N.A.	
Policy on dealing with related party transactions	Yes	www.hsindia.in
Policy for determining 'material' subsidiaries	N.A.	
Details of familiarization programmes imparted to independent directors	Yes	www.hsindia.in
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.hsindia.in
E-mail address for grievance redressal and other relevant details	Yes	www.hsindia.in
Financial results	Yes	www.hsindia.in
Shareholding pattern	Yes	www.hsindia.in
Details of agreements entered into with the media companies and/or their associates	N.A.	
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	N.A.	
New name and the old name of the listed entity	N.A.	
Advertisements as per regulation 47 (1)	Yes	www.hsindia.in
Credit rating or revision in credit rating obtained	Yes	www.hsindia.in
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N.A.	
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.hsindia.in
Materiality Policy as per Regulation 30	Yes	www.hsindia.in
Dividend Distribution policy as per Regulation 43A (as applicable)	N.A.	
It is certified that these contents on the website of the listed entity are correct	Yes	www.hsindia.in
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
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



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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)	N.A.
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)	N.A.
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)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A.
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)	N.A.
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. - N.A.		N.A.

FOR HS INDIA LIMITED

H. Limbani
Hitesh Limbani
Company Secretary / Compliance Officer / Managing Director / CEO



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