| General information about company |                             |  |  |  |
|-----------------------------------|-----------------------------|--|--|--|
| Scrip code                        | 533221                      |  |  |  |
| Name of the entity                | Asian Hotels (West) Limited |  |  |  |
| Date of start of financial year   | 01-04-2015                  |  |  |  |
| Date of end of financial year     | 31-03-2016                  |  |  |  |
| Reporting Quarter                 | Yearly                      |  |  |  |
| Date of Report                    | 31-03-2016                  |  |  |  |
| Risk management committee         | Not Applicable              |  |  |  |

|    | Annexure I   |                               |            |          |  |                         |                               |  |                   |  |  |   |   |   |
|----|--|-------------------------------|------------|----------|--|-------------------------|-------------------------------|--|-------------------|--|--|---|---|---|
|    | Annexure I to be submitted by listed entity on quarterly basis |                               |            |          |  |                         |                               |  |                   |  |  |   |   |   |
|    |  |                               |            |          |  | I. Compos               | ition of Bo                   | ard of Directo                                   | ors               |  |  |   |   | _ |
|    |  |                               |            | D        | isclosure of no                                | otes on compo           | sition of bo                  | ard of director                                  | s explanato       | ory  |  |   |   | 1 |
| Sr | Title<br>(Mr /<br>Ms)  | Name of<br>the<br>Director    | PAN        | DIN      | Category 1<br>of directors                     | Category 2 of directors | Category<br>3 of<br>directors | Date of<br>appointment<br>in the<br>current term | Date of cessation | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee<br>(s) including<br>this listed<br>entity | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in<br>listed<br>entities<br>including<br>this listed<br>entity | ı |
| 1  | Mr   | Sushil<br>Kumar<br>Gupta      | AADPG4378G | 00006165 | Executive<br>Director                          | Chairperson             | MD                            | 01-11-2014                                       |                   |  | 0  | 0   | 0   |   |
| 2  | Mr   | Sudhir<br>Chamanlal<br>Gupta  | AADPG0924C | 00015217 | Executive<br>Director                          | Not<br>Applicable       |                               | 10-05-2015                                       |                   |  | 0  | 1   | 0   |   |
| 3  | Mr   | Sandeep<br>Gupta              | AADPG0923F | 00057942 | Executive<br>Director                          | Not<br>Applicable       |                               | 10-05-2015                                       |                   |  | 0  | 0   | 0   |   |
| 4  | Mr   | Raj<br>Kumar<br>Bhargava      | AADPB9898C | 00016949 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable       |                               | 20-09-2014                                       |                   | 18   | 5  | 5   | 5   |   |
| 5  | Mr   | Lalit<br>Bhasin               | AADPB9629D | 00001607 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable       |                               | 20-09-2014                                       |                   | 18   | 6  | 5   | 2   |   |
| 6  | Mr   | Surendra<br>Singh<br>Bhandari | ADIPB9360K | 00043525 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable       |                               | 20-09-2014                                       |                   | 18   | 2  | 1   | 2   |   |
| 7  | Mr   | Surinder<br>Singh<br>Kohli    | AAWPK6879P | 00169907 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable       |                               | 20-09-2014                                       |                   | 18   | 5  | 6   | 4   |   |
| 8  | Mr   | Sunil<br>Vasant<br>Diwakar    | AANPD7511J | 00089266 | Executive<br>Director                          | Not<br>Applicable       |                               | 20-09-2014                                       |                   |  | 1  | 3   | 0   |   |
| 9  | Mrs  | Meeta<br>Makhan               | AAYPM9672Q | 07135150 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable       |                               | 10-09-2015                                       |                   | 6  | 1  | 0   | 1   |   |

|     | Annexure 1                             |                                |   |                         |                         |  |  |
|-----|--|--------------------------------|---|-------------------------|-------------------------|--|--|
| II. | . Composition of Committees            |                                |   |                         |                         |  |  |
|     | Is there any chang                     | ge in composition of comn      | nittees compare to previous quart       | er                      | Yes                     |  |  |
| Sr  | Name Of Committee                      | Name of Committee members      | Category 1 of directors                 | Category 2 of directors | Name of other committee |  |  |
| 1   | Audit Committee                        | Mr. Raj Kumar<br>Bhargava      | Non-Executive - Independent<br>Director | Chairperson             |                         |  |  |
| 2   | Audit Committee                        | Mr. Surendra Singh<br>Bhandari | Non-Executive - Independent<br>Director | Member                  |                         |  |  |
| 3   | Audit Committee                        | Mr. Surinder Singh<br>Kohli    | Non-Executive - Independent<br>Director | Member                  |                         |  |  |
| 4   | Stakeholders Relationship<br>Committee | Mrs. Meeta Makhan              | Non-Executive - Independent<br>Director | Chairperson             |                         |  |  |
| 5   | Stakeholders Relationship<br>Committee | Mr. Raj Kumar<br>Bhargava      | Non-Executive - Independent<br>Director | Member                  |                         |  |  |
| 6   | Stakeholders Relationship<br>Committee | Mr. Sudhir Chamanlal<br>Gupta  | Executive Director                      | Member                  |                         |  |  |
| 7   | Nomination and remuneration committee  | Dr. Lalit Bhasin               | Non-Executive - Independent<br>Director | Chairperson             |                         |  |  |
| 8   | Nomination and remuneration committee  | Mr. Surendra Singh<br>Bhandari | Non-Executive - Independent<br>Director | Member                  |                         |  |  |
| 9   | Nomination and remuneration committee  | Mr. Raj Kumar<br>Bhargava      | Non-Executive - Independent<br>Director | Member                  |                         |  |  |

|    | Annexure 1  |  |   |  |  |  |
|----|---|--|---|--|--|--|
| An | Annexure 1  |  |   |  |  |  |
| Ш  | III. Meeting of Board of Directors                  |  |   |  |  |  |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |  |  |  |
| 1  | 14-11-2015  |  |   |  |  |  |
| 2  |   | 04-02-2016   | 81  |  |  |  |

|   | Annexure 1                |   |   |   |            |    |
|---|---------------------------|---|---|---|------------|----|
| IV  | IV. Meeting of Committees |   |   |   |            |    |
| Sr Name of Committee Date(s) of meeting of the committee in the relevant quarter Whether requirement of Quorum met (Yes/No) |                           | Requirement of<br>Quorum met<br>(details) | Date(s) of meeting of<br>the committee in the<br>previous quarter | Maximum gap between<br>any two consecutive<br>meetings (in number of<br>days) |            |    |
| 1   | Audit<br>Committee        | 04-02-2016                                | Yes   | Two directors<br>Present  | 14-11-2015 | 81 |

|    | Annexure 1   |                                  |  |  |  |  |
|----|--|----------------------------------|--|--|--|--|
| v. | V. Related Party Transactions  |                                  |  |  |  |  |
| Sr | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>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                              |  |  |  |  |

|     | 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 100 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. Any comments/observations/advice of Board of Directors may be mentioned here:                     | Textual<br>Information(1)  |  |  |  |  |

|                        | Text Block  |
|------------------------|---|
| Textual Information(1) | This report will be placed in the next meeting of the Board of Directors. |

|      | Annexure II   |                                  |  |                         |  |  |
|------|---|----------------------------------|--|-------------------------|--|--|
|      | Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)                         |                                  |  |                         |  |  |
| I. I | Disclosure on website in terms of Listing Regulations   |                                  |  |                         |  |  |
| Sr   | Item  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address             |  |  |
| 1    | Details of business   | Yes                              |  | www.asianhotelswest.com |  |  |
| 2    | Terms and conditions of appointment of independent directors  | Yes                              |  | www.asianhotelswest.com |  |  |
| 3    | Composition of various committees of board of directors   | Yes                              |  | www.asianhotelswest.com |  |  |
| 4    | Code of conduct of board of directors and senior management personnel   | Yes                              |  | www.asianhotelswest.com |  |  |
| 5    | Details of establishment of vigil mechanism/ Whistle Blower policy  | Yes                              |  | www.asianhotelswest.com |  |  |
| 6    | Criteria of making payments to non-executive directors  | NA                               |  |                         |  |  |
| 7    | Policy on dealing with related party transactions   | Yes                              |  | www.asianhotelswest.com |  |  |
| 8    | Policy for determining 'material' subsidiaries  | Yes                              |  | www.asianhotelswest.com |  |  |
| 9    | Details of familiarization programmes imparted to independent directors   | Yes                              |  | www.asianhotelswest.com |  |  |
| 10   | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes                              |  | www.asianhotelswest.com |  |  |
| 11   | email address for grievance redressal and other relevant details  | Yes                              |  | www.asianhotelswest.com |  |  |
| 12   | Financial results   | Yes                              |  | www.asianhotelswest.com |  |  |
| 13   | Shareholding pattern  | Yes                              |  | www.asianhotelswest.com |  |  |
| 14   | Details of agreements entered into with the media companies and/or their associates   | NA                               |  |                         |  |  |
| 15   | New name and the old name of the listed entity  | Yes                              |  | www.asianhotelswest.com |  |  |

|     | Annexure II   |                             |                                  |  |  |
|-----|---|-----------------------------|----------------------------------|--|--|
| II. | Annual Affirmations   |                             |                                  |  |  |
| Sr  | Particulars   | Regulation<br>Number        | Compliance status<br>(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<br>(6)        | Yes                              |  |  |
| 2   | Board composition   | 17(1)                       | Yes                              |  |  |
| 3   | Meeting of Board of directors   | 17(2)                       | Yes                              |  |  |
| 4   | Review of Compliance Reports  | 17(3)                       | Yes                              |  |  |
| 5   | Plans for orderly succession for appointments   | 17(4)                       | Yes                              |  |  |
| 6   | Code of Conduct   | 17(5)                       | Yes                              |  |  |
| 7   | Fees/compensation   | 17(6)                       | Yes                              |  |  |
| 8   | Minimum Information   | 17(7)                       | Yes                              |  |  |
| 9   | Compliance Certificate  | 17(8)                       | Yes                              |  |  |
| 10  | Risk Assessment & Management  | 17(9)                       | Yes                              |  |  |
| 11  | Performance Evaluation of Independent Directors   | 17(10)                      | Yes                              |  |  |
| 12  | Composition of Audit Committee  | 18(1)                       | Yes                              |  |  |
| 13  | Meeting of Audit Committee  | 18(2)                       | Yes                              |  |  |
| 14  | Composition of nomination & remuneration committee  | 19(1) & (2)                 | Yes                              |  |  |
| 15  | Composition of Stakeholder Relationship Committee   | 20(1) & (2)                 | Yes                              |  |  |
| 16  | Composition and role of risk management committee   | 21(1),(2),(3),<br>(4)       | Yes                              |  |  |
| 17  | Vigil Mechanism   | 22                          | Yes                              |  |  |
| 18  | Policy for related party Transaction  | 23(1),(5),(6),<br>(7) & (8) | Yes                              |  |  |
| 19  | Prior or Omnibus approval of Audit Committee for all related party transactions                                   | 23(2), (3)                  | Yes                              |  |  |
| 20  | Approval for material related party transactions  | 23(4)                       | NA                               |  |  |
| 21  | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                       | Yes                              |  |  |
| 22  | Other Corporate Governance requirements with respect to subsidiary of listed entity                               | 24(2),(3),(4),<br>(5) & (6) | Yes                              |  |  |
| 23  | Maximum Directorship & Tenure   | 25(1) & (2)                 | Yes                              |  |  |
| 24  | Meeting of independent directors  | 25(3) & (4)                 | Yes                              |  |  |
| 25  | Familiarization of independent directors  | 25(7)                       | Yes                              |  |  |
| 26  | Memberships in Committees   | 26(1)                       | Yes                              |  |  |
| 27  | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                       | Yes                              |  |  |
| 28  | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                       | NA                               |  |  |
| 29  | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)               | Yes                              |  |  |
|     | Any other information to be provided - Add Notes  |                             |                                  |  |  |

## Annexure II

## 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

Yes

| Signatory Details     |                   |  |
|-----------------------|-------------------|--|
| Name of signatory     | Vivek Jain        |  |
| Designation of person | Company Secretary |  |
| Place                 | New Delhi         |  |
| Date                  | 13-04-2016        |  |