

**JAMES HOTELS LIMITED**

CIN – L55101CH1980PLC004249

Registered office: Block no. 10, sector 17-A, Chandigarh -160 017

PH: 0172-6600000

Tel Fax 0172-6600001

E-mail : csjameshotel@gmail.com

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE AS PER CLAUSE 49 OF THE LISTING AGREEMENT**

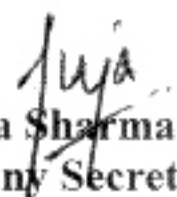
**Name of Company** : **JAMES HOTELS LIMITED**  
**Block 10, Sector 17-A, Chandigarh**  
**Quarter Ending** : **30<sup>th</sup> SEP, 2015**

Particular	Clause of Listing Agreement	Compliance (Yes / No)	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	The composition of Board is in conformity with Clause 49 of the Listing Agreement and Section 149 of the Companies Act, 2013.
(B) Independent Directors	49 (IIB)	Yes	All the requirements related to independent Directors have been complied with.
(C) Non- executive Directors compensation & disclosures	49 (IIC)	Yes	
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	All the requirements have been complied with.
(E) Code of conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
	49 (III)		
<b>III. Audit Committee</b>			
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Power of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
	49 (V)	N.A.	
<b>V. Subsidiary Companies</b>			
<b>VI. Risk Management</b>	49 (VI)	Yes	

<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	Complied in the Annual Report 2014-15.
(D) Management	49 (VIII D)	Yes	Complied in the Annual Report 2014-15.
(E) Shareholders	49 (VIII E)	Yes	
(I). Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII D)	Yes.	In view of the orders of Hon'ble Company Law Board, the company could not allot shares pursuant to the consent obtained from the shareholders through postal ballots on 14/12/2011.
<b>IX. CEO / CFO Certification</b>	49 (IX)	Yes	Complied in the Annual Report 2014-15.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Complied in the Annual Report 2014-15.
<b>XI. Compliance</b>	49 (XI)	Yes	Compliance Certificate from a Practicing Company Secretary was annexed to the Corporate Governance Report as part of the Directors Report for the year ended 31.03.2015.

**For JAMES HOTELS LIMITED**

**Date: 13/10/2015**  
**Place: Chandigarh**

  
**Puja Sharma**  
**(Company Secretary)**