

Name of the Company : Royal Orchid Hotels Limited  
CIN: L55101KA1986PLC007392

Quarter ending on : 30<sup>th</sup> June 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I	-	-
(A) Composition of Board	49 I A	Yes	-
(B) Non-executive Director's Compensation and disclosures	49 I B	Yes	-
(C) Other provisions as to Board and Committees	49 I C	Yes	-
(D) Code of Conduct	49 I D	Yes	-
II. Audit Committee	49 II	-	-
A. Qualified and Independent Audit Committee	49 II A	Yes	-
B. Meeting of Audit Committee	49 II B	Yes	-
C. Powers of Audit Committee	49 II C	Yes	-
D. Role of Audit Committee	49 II D	Yes	-
E. Review of Information by Audit Committee	49 II E	Yes	-
III. (I) Subsidiary Companies	49 III	Yes	-
IV. Disclosures	49 IV	-	-
A. Basis of related party transactions	49 IV A	Yes	-
B. Disclosure of Accounting treatment	49 IV B	Yes	-
C. Board disclosures	49 IV C	Yes	-
D. Proceeds from public issues, rights issues, preferential issues etc.	49 IV D	NA	-
E. Remuneration of Directors	49 IV E	Yes	-
F. Management	49 IV F	Yes	-
G. Shareholders	49 IV G	Yes	-
V. CEO/CFO Certification	49 V	Yes	-
VI. Report on Corporate Governance	49 VI	Yes	-
VII. Compliance	49 VII	Yes	-

**Note:**

1. The details under each head are provided to incorporate all the information required as per the provisions of the clause 49 of the Listing Agreement.
2. In the column No. 3, compliance or non-compliance is indicated by Yes/No/N.A., as per the instructions in Listing Agreement.
3. In the remarks column, the reasons for non-compliance are indicated.

**CERTIFIED TRUE COPY**

For ROYAL ORCHID HOTELS LTD.

*Payal Sharma*  
COMPANY SECRETARY