

ANNEXURE I

Quarterly Compliance Report on Corporate Governance

1. Name of the Listed Entity : **Speciality Restaurants Limited**
2. Quarter ending : **June 30, 2018**

1. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson / Executive/ Non-Executive/ Independent / Nominee) ⁸	Date of Appointment in the current term /cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships 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	Anjan Snehmoy Chatterjee	PAN No. - AABPC1526A DIN No. - 00200443	Chairman Executive - Managing Director	27-12-2017 for 3 Years	-	1	2	-
Mrs	Suchhanda Anjan Chatterjee #	PAN No. - AADPC1258M DIN No. - 00226893	Executive- Whole-time Director	01-07-2015 for 3 years	-	1	-	-
Mr	Indranil Ananda Chatterjee #	PAN No. - AAJPC2507R DIN No. - 00200577	Executive- Whole-time Director	01-07-2015 for 3 years	-	1	1	-



Mr	Dushyant Rajnikant Mehta	PAN No. - AGKPM6791N DIN No. - 00126977	Non - Executive Independent Director	01-04-2014 for 5 Years	** 18-08-2009 8 years 10 months	2	2	1
Mr	Ullal Ravindra Bhat	PAN No. - AJPB8747Q DIN No. - 00008425	Non - Executive Independent Director	28-04-2017 for 5 years	28-04-2017 1 year 2 months	3	4	1
Mr	Rakesh Pandey	PAN No. - AAEPP7640P DIN NO. - 00113227	Non - Executive Independent Director	29-11-2017 for 5 years	29-11-2017 7 month	1	1	-

** Original date of appointment.

§ PAN number of any director would not be displayed on the website of Stock Exchange.

& Category of directors 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.

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors at their Meeting held on May 26, 2018, approved re-appointment of Mrs. Suchanda Chatterjee as Whole-time Director (designated as Director-Interior and Design) and Mr. Indranil Chatterjee as whole-time Director (designated as Director-Commercial Operations) of the Company with effect from July 1, 2018 for a further period of three years on such terms and conditions as decided, subject to the approval of the members of the Company at the ensuing Annual General Meeting.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/ Nominee)§
1. Audit Committee	1. Mr. Ullal Ravindra Bhat 2. Mr. Anjan Snehmoy Chatterjee 3. Mr. Dushyant Rajnikant Mehta 4. Mr. Rakesh Pandey	Chairperson Non – Executive - Independent Director Executive Director (Chairman & Managing Director) Non – Executive - Independent Director Non – Executive - Independent Director
2. Nomination & Remuneration Committee	1. Mr. Dushyant Rajnikant Mehta 2. Mr. Ullal Ravindra Bhat 3. Mr. Rakesh Pandey	Chairperson Non – Executive - Independent Director Non – Executive - Independent Director Non – Executive - Independent Director
3. Stakeholders Relationship Committee	1. Mr. Dushyant Rajnikant Mehta 2. Mr. Anjan Snehmoy Chatterjee 3. Mr. Indranil Ananda Chatterjee	Chairperson Non – Executive - Independent Director Executive Director (Chairman & Managing Director) Executive Director (Whole-time Director)



4. Corporate Social Responsibility Committee	<ol style="list-style-type: none"> 1. Mr. Dushyant Rajnikant Mehta 2. Mrs. Suchhanda Anjan Chatterjee 3. Mr. Ullal Ravindra Bhat 	<p>Chairperson Non – Executive - Independent Director Executive Director (Whole-time Director) Non – Executive - Independent Director</p>
<p>^{&}Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.</p>		

III. Meeting of Board of Directors			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
February 14, 2018 & March 26, 2018	April 28, 2018 May 26, 2018	32 days 27 days	

IV. Meeting of Committees			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee Meeting May 26, 2018	Yes	February 14, 2018 & March 26, 2018	60 days



Nomination and Remuneration Committee Meeting May 26, 2018	Yes	-	-
Corporate Social Responsibility Meeting May 26, 2018	Yes	-	-

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

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below		
Whether prior approval of audit committee obtained	Yes		
Whether shareholder approval obtained for material RPT	NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	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.

VI. Affirmations

- The composition of Board of Directors is in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**").
- The composition of the following committees is in terms of the SEBI Listing Regulations:
 - Audit Committee
 - Nomination and Remuneration Committee
 - Stakeholders' Relationship Committee
 - Risk Management Committee (applicable to the top 100 listed entities)



3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Listing Regulations.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in the SEBI Listing Regulations.
5. This report shall be placed before Board of Directors in the ensuing Board Meeting. In the event of any comments/ observations/ advice of the Board of Directors of the Company, the same shall be separately intimated to the stock exchanges. The report submitted for the previous quarter ended March 31, 2018 has been placed before the Board of Directors at their Meeting held on April 28, 2018 and there were no comments/observations/advice of the Board of Directors.

Name: Avinash KINHIKAR

Designation: Company Secretary & Legal Head



Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.