

Quarterly Compliance Report on Corporate Governance

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

1. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson / Executive/ Non-Executive/ independent / Nominee) ^{&}	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. - 002226893	Executive- Whole-time Director	01-07-2018 for 3 years	-	1	-	-
Mr	Indranil Ananda Chatterjee #	PAN No. - AAJPC2507R DIN No. - 00200577	Executive- Whole-time Director	01-07-2018 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 9 years 1 month	2	2	1
Mr	Ullal Ravindra Bhat	PAN No. - AUPB8747Q DIN No. - 00008425	Non - Executive Independent Director	28-04-2017 for 5 years	28-04-2017 1 year 5 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 10 months	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.

Mrs. Suchanda Chatterjee and Mr. Indranil Chatterjee was re-appointed as Director – Interior and Design and Director-Commercial Operations respectively, both with effect from July 1, 2018 for the further period of three (3) years by Members vide Ordinary Resolution passed at the 19th Annual General Meeting of the Company held on August 27, 2018.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/ Nominee) [§]
“Same as previous quarter”		
[§] 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.		

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	Maximum gap between any two consecutive (in number of days)	
April 28, 2018 & May 26, 2018	August 10, 2018	75 days	

IV. Meeting of Committees				
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*	
Audit Committee Meeting August 10, 2018	Yes	May 26, 2018	75 days	

* 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.

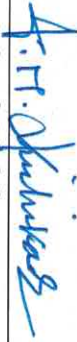
2 If status is "No" details of non-compliance may be given here.

VI. Affirmations
<p>1. 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").</p> <p>2. The composition of the following committees is in terms of the SEBI Listing Regulations:</p> <p>(a). Audit Committee</p> <p>(b). Nomination and Remuneration Committee</p> <p>(c). Stakeholders' Relationship Committee</p> <p>(d). Risk Management Committee (applicable to the top 100 listed entities)</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Listing Regulations.</p> <p>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.</p>



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 June 30, 2018 has been placed before the Board of Directors at their Meeting held on August 10, 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.

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year.

1. Name of the Listed Entity : **Speciality Restaurants Limited**

I. Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website*	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note:</p> <ol style="list-style-type: none"> 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. If status is "No" details of non-compliance may be given here. If the Listed Entity would like to provide any other information the same may be indicated here. * In terms of Regulation 34 (2) (f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Business Responsibility Report was not applicable to the Company as on March 31, 2018, hence the same is not forming part of the Annual Report and not displayed on the website of the Company. 		
<p>Name: Avinash Kinhikar</p> <p>Designation: Company Secretary & Legal Head</p>		

