

General information about company

Scrip code	543984
NSE Symbol	SAMHI
MSEI Symbol	NOTLISTED
ISIN	INE08U801020
Name of the entity	SAMHI Hotels Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Ashish Jakhanwala	A EVPJ4451K	03304345	Executive Director	Chairperson	CEO-MD	14-07-1975
2	Mr	Manav Thadani	ABNPT7870M	00534993	Non-Executive - Non Independent Director	Not Applicable		01-10-1970
3	Mr	Aditya Jain	AADPJ8906B	00835144	Non-Executive - Independent Director	Not Applicable		27-10-1960
4	Mrs	Archana Capoor	ABSPC4053C	01204170	Non-Executive - Independent Director	Not Applicable		17-09-1958
5	Mr	Krishan Dhawan	AEMPD3589B	00082729	Non-Executive - Independent Director	Not Applicable		21-02-1957
6	Mr	Michael David Holland	AASPH7037E	02845141	Non-Executive - Independent Director	Not Applicable		01-07-1964
7	Mr	Ajish Abraham Jacob	AOCPJ4628R	08525069	Non-Executive - Non Independent Director	Not Applicable		13-08-1983
8	Mr	Michael Peter Schulhof	ZZZZZ9999Z	01884261	Non-Executive - Non Independent Director	Not Applicable		30-11-1942

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		22-08-2019			60	1	0	0	0			
2	NA		28-12-2010				1	0	0	0			
3	NA		09-03-2023	11-03-2023		60	2	1	1	2			
4	NA		09-03-2023	11-03-2023		60	6	6	4	2			
5	NA		09-03-2023	11-03-2023		60	1	1	1	0			
6	NA		09-03-2023	11-03-2023		60	2	2	1	1			
7	NA		10-08-2023				1	0	0	0			
8	Yes	27-08-2019	23-02-2016	22-08-2019	27-06-2024		1	0	1	1	Others	Textual Information(2)	

Text Block

Textual Information(1)	<p>Notes: -</p> <p>1. Mr. Ashish Jakhanwala was reappointed as the Managing Director and Chief Executive Officer of the Company for five years with effect from August 22, 2024 to August 21, 2029 on terms and conditions including remuneration, as approved by resolutions of the Board and Shareholders on August 31, 2023 and September 1, 2023, respectively.</p> <p>2. Mr. Michael Schulhof has resigned as Non-Executive Non-Independent Director from the Board of the Company, w.e.f. 27th June 2024, due to unavoidable personal reasons.</p>
Textual Information(2)	<p>Mr. Michael Peter Schulhof is Foreign National. He does not have PAN</p>

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

Notes:

1. Mr. Michael Schulhof has resigned as Non-Executive Non Independent Director from the Board of the Company, w.e.f. 27th June 2024 and consequently, he shall also cease to be a:
 - a. member of Audit Committee, Nomination and Remuneration Committee, and Corporate Social Responsibility and Environmental, Social and Governance Committee; and
 - b. chairperson of the Stakeholders' Relationship Committee
2. The Board of Directors has changed the nomenclature of CSR Committee to CSR & ESG Committee, in their meeting held on 21st March 2024.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00835144	Aditya Jain	Non-Executive - Independent Director	Chairperson	09-03-2023		
2	00082729	Krishan Dhawan	Non-Executive - Independent Director	Member	09-03-2023		
3	01204170	Archana Capoor	Non-Executive - Independent Director	Member	29-05-2024		
4	01884261	Michael Peter Schulhof	Non-Executive - Non Independent Director	Member	09-03-2024	27-06-2024	Textual Information(1)

Sr Text Block

Textual Information(1)

Due to unavoidable personal reasons, he has resigned as Non-Executive Non-Independent Director from the Board of the Company, w.e.f. 27th June 2024 and consequently he shall cease to be member/ chairperson of Committee(s) of the Board.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02845141	Michael David Holland	Non-Executive - Independent Director	Chairperson	09-03-2023		
2	00835144	Aditya Jain	Non-Executive - Independent Director	Member	09-03-2023		
3	01884261	Michael Peter Schulhof	Non-Executive - Non Independent Director	Member	09-03-2023	27-06-2024	Textual Information(1)

Sr Text Block

Textual Information(1)

Due to unavoidable personal reasons, he has resigned as Non-Executive Non-Independent Director from the Board of the Company, w.e.f. 27th June 2024 and consequently he shall cease to be member/ chairperson of Committee(s) of the Board.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01884261	Michael Peter Schulhof	Non-Executive - Non Independent Director	Chairperson	09-03-2023	27-06-2024	Textual Information(1)
2	00835144	Aditya Jain	Non-Executive - Independent Director	Member	09-03-2023		
3	02845141	Michael David Holland	Non-Executive - Independent Director	Member	09-03-2023		

Sr Text Block

Textual Information(1)

Due to unavoidable personal reasons, he has resigned as Non-Executive Non-Independent Director from the Board of the Company, w.e.f. 27th June 2024 and consequently he shall cease to be member/ chairperson of Committee(s) of the Board.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01204170	Archana Capoor	Non-Executive - Independent Director	Chairperson	09-03-2023		
2	02845141	Michael David Holland	Non-Executive - Independent Director	Member	09-03-2023		
3	00534993	Manav Thadani	Non-Executive - Non Independent Director	Member	09-03-2023		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00082729	Krishan Dhawan	Non-Executive - Independent Director	Chairperson	09-03-2023		
2	01204170	Archana Capoor	Non-Executive - Independent Director	Member	09-03-2023		
3	01884261	Michael Peter Schulhof	Non-Executive - Non Independent Director	Member	09-03-2023	27-06-2024	Textual Information(1)

Sr Text Block

Textual Information(1)

Due to unavoidable personal reasons, he has resigned as Non-Executive Non-Independent Director from the Board of the Company, w.e.f. 27th June 2024 and consequently he shall cease to be member/ chairperson of Committee(s) of the Board.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	02-02-2024				Yes	8	8	4
2	21-03-2024		47		Yes	8	8	4
3		29-05-2024	68		Yes	8	8	4

Annexure 1**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	29-05-2024				Yes	3	3	2	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
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	NA	

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	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
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 1000 listed entities)	Yes
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.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Sanjay Jain
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

During the reporting quarter, the composition of the Nomination and Remuneration Committee; Corporate Social Responsibility and Environmental, Social and Governance Committee and Stakeholders' Relationship Committee were in terms of the provisions of the SEBI LODR Regulations, however, due to the resignation of Mr. Michael Schulhof as Non-Executive Non Independent Director from the Board of the Company, w.e.f. 27th June 2024 who was member/ chairperson in the said Committee(s), the composition has been affected on the date of reporting i.e. 30th June 2024. The Company is in process of reconstituting the same in accordance with the prescribed provisions of SEBI LODR Regulations.

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Sanjay Jain
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	18-07-2024

