

LETTER OF APPOINTMENT

19<sup>th</sup> September, 2019

To,  
Mr. Ramnath P. Sarang  
7, Babaya Nagar, Kamath Compound,  
S. V. Road Opp. Ajit Glass Works,  
Jogeshwari (West) Mumbai 400102

Dear Sir,

Re: Your appointment as a Director

We are pleased to inform you that at the 32<sup>nd</sup> Annual General Meeting of the Company held on 18<sup>th</sup> September, 2019, you are appointed as a Independent Director of the Company on the following terms and conditions:

- a) You are expected to adhere to professional conduct, help bringing in independent judgment, devote sufficient time and attention for informed decision making, scrutinize the performance of management of the Company and generally to abide with the provisions of the Companies Act, 2013 and rules made there under.
- b) Your appointment as Independent Director term of 5 years commencing from the date appointment i.e. 27<sup>th</sup> May, 2019, not liable to retire by rotation.
- c) Currently there is no provision for Directors and Officers insurance.
- d) You are expected to follow the general Business Ethics.
- e) The following is list of actions which you shall take in to account while functioning as a director of the company:
  - Not abuse position to the detriment of the company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person;
  - Not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board;
  - Not to disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.
- f) may receive sitting fees for attending meetings of Board or Committee thereof as per the Policy of the Company.
- g) Follow code of conduct for insider trading as laid down by the Board from time to time.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,  
For Kamat Hotels (India) Limited

*B. C. Kamdar*

Bipinchandra C. Kamdar  
DIN 01972386  
Director

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