

LETTER OF APPOINTMENT

27th September, 2018

To,
MR. DINKAR DAMODAR JADHAV
7 Tahiti, Juhu Versoa Link Road,
Mumbai – 400 053.

Dear Sir,

Re: Your appointment as a Director

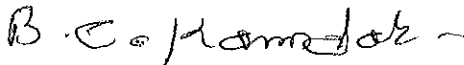
We are pleased to inform you that at the 31st Annual General Meeting of the Company held on 26th September, 2018, you are re-appointed as an Independent Director of the Company on the following terms and conditions:

- 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 re-appointment as Independent Director term of 5 years commencing from the date appointment i.e. 1st April, 2018 and you are not liable to retire by rotation.
- c) You are expected to follow the general Business Ethics.
- d) 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disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.
- e) may receive sitting fees for attending meetings of Board or Committee thereof as per the Policy of the Company.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,
For Kamat Hotels (India) Limited



Bipinchandra C. Kamdar
DIN 01972386
Director

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