

Quarterly Compliance Report on Corporate Governance

Name of the Company : EIH Associated Hotels Limited
 Quarter ending on : 31st March, 2009

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49(IA)	No	The Company presently has a seven Member Board. The Chairman who is a Non-Executive Director is, however, a Member of the Promoter Group. There are four Promoter Group Directors on the Board. As per the SEBI Circular SEBI/CFD/DIL/CG/2/2008/23/10 dated 23 rd October, 2008, the Company should have had four independent directors as on 31 st March, 2009. It had three as on 31 st March, 2009. Discussions are ongoing with a number of personalities and the fourth independent director is expected to be inducted within a short span of time.
(B) Non-executive Directors' compensation & disclosures	49(IB)	Yes	
(C) Other provisions as to Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49(ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	
(B) Meeting of the Audit Committee		Yes	
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	No	Not applicable
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Board Disclosures	49 (IV B) 49 (IV C)	Yes	
(C) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	
(D) Remuneration of Directors	49 (IV E)	Yes	Related disclosures will be made in 31.03.2009 Annual Report
(E) Management	49 (IV F)	Yes	Related disclosures will be made in the 31.03.2009 Annual Report
(F) Shareholders	49 (IV G)	Yes	
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	Will be incorporated as a part of the 31.03.2009 Annual Report
VII. Compliance	49 (VII)	Yes	The Certificate from the Auditors will be obtained and disclosed in the Annual Report for 2008-09. Adoption of non-mandatory requirements are under active consideration.