

46th Annual Report 2016-2017



Goa in a resort

FOMENTO RESORTS AND HOTELS LIMITED

BOARD OF DIRECTORS

MRS. ANJU TIMBLO
MR. AUDUTH TIMBLO
MR. V. P. RAIKAR (Resigned w.e.f. May 28, 2016)
MR. SHARDUL THACKER
MR. JAMSHED DELVADAVALA
MR. RAGHUNANDAN MALUSTE
MR. REYAZ MAMA
MR. APOORVA MISRA

CHIEF FINANCIAL OFFICER

MR. M. A. HAJARE

COMPANY SECRETARY

MS. ASMEETA MATONDKAR

AUDITOR

H. K. APARANJI
Chartered Accountants

BANKERS

IDBI BANK
HDFC BANK
ICICI BANK

REGISTERED OFFICE

CIDADE DE GOA,
VAINGUINIM BEACH,
GOA - 403004

Contents	Page
About Cidade de Goa -----	3
Directors' Report -----	4
Management Discussion and Analysis -----	37
Report on Corporate Governance -----	46
Shareholders Information -----	57
Independent Auditor's Report -----	62
Balance Sheet -----	67
Statement of Profit and Loss -----	68
Notes to the Financial Statements -----	69
Cash Flow statement -----	83
Notice -----	85

Disclaimer/ Forward Looking Statement

In this Annual Report we have disclosed forward looking information to enable investors to comprehend our prospects and take informed investment decisions. The report and other statements – written and oral that we periodically make, contain forward looking statements that set out anticipated results based on the management plans and assumptions. We cannot guarantee that these forward looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks in uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise.



Cidade de Goa

Cidade de Goa – Goa’s premium 5-star deluxe resort is owned by Fomento Resorts and Hotels Limited. Situated in the land of sun, sea and surf, the property comprises of 207 rooms that showcase the unique Goan Portuguese architecture and ambience. The property is preferred by discerning travelers worldwide due to its proximity to the beach and its courteous staff that lay emphasis on providing warm Goan hospitality.

Cidade de Goa provides Goan experience and feel to its guests. It is situated on Vanguinim Beach and has a distinctive advantage with its proximity to the Capital Panaji and most of Goa’s frequently visited locations.

Cidade de Goa is also a holiday destination by itself as it has something for everyone. One can find a variety of restaurants namely **Alfama**, Chef’s Speciality restaurant that serves authentic Goan and Portuguese cuisine. Alfama has also been ranked amongst India’s 30 best restaurants by an independent customer survey conducted by a leading Media House.

Barbeque, the evening restaurant with a live kitchen. The Beachside Barbeque allows one an unique dining experience of grilled seafood, meats and vegetables.

Cafe Azul – Our poolside coffee shop provides the ambience of an Italian café with a choice of varied menu. One can savour global cuisines at our buffet restaurant **Laranja**. Other Food & Beverage options include **Doçaria** a charming tea and coffee lounge operating round the clock; **Taverna** – the lobby bar; **Bar Latino**, the pool side bar.

Visitors can de stress with the state of the art Health Club- **Clube Saúde** and **Pavitra** – The Ayurveda Spa. For the adventurous at heart, Cidade de Goa offers a vast array of options that include water sports, tennis, bird watching, beach games and an outdoor chess.

For the business traveler, Cidade de Goa offers a variety of conference and banqueting facilities along with its Business Centre.

Cidade de Goa can be summed up as “Goa in a resort”.

DIRECTORS' REPORT

To
The Members,

The Board of Directors of your Company take pleasure in presenting the Forty Sixth Annual Report on business and operations of your Company along with the Audited Financial Statements and Cash Flow Statement for the year ended March 31, 2017.

1. FINANCIAL RESULTS AND APPROPRIATION

(Rs. in lakhs)

Particulars	F. Y. 2016- 2017	F. Y. 2015 - 2016
Income	6,682.42	6,768.95
Operating Expenses	3,784.37	4,097.66
Gross Operating Profit(PBIDT)	2,898.05	26,71.29
Less:		
Interest and Financial Charges	35.46	34.65
Depreciation	269.74	320.62
Profit before Extra Ordinary and Exceptional items & Tax	2,592.85	2,316.02
Exceptional Items	-	-
Profit before tax(PBT)	2,592.85	2,316.02
Tax Expense	911.12	910.78
Profit/(Loss)after tax(PAT)	1,681.73	1,405.24
Add Surplus/(Deficit) brought forward from the previous year	5,541.68	5,101.41
Profit available for appropriation	7,223.41	6,506.65
Appropriation		
a)Transfer to General Reserve	168.17	140.52
b)Provision for Dividend on Preference shares	-	525.00
c)Provision for Dividend on Equity shares	-	160.00
d)Provision for Dividend Tax	-	139.45
e)Additional Depreciation on Fixed Assets	-	Nil
Balance carried to Balance Sheet	7,055.24	5,541.68
Total	7,223.41	6,506.65
Earnings per share before Exceptional Item (Basic and Diluted)	6.56	4.83
Earnings per share after Exceptional Item (Basic and Diluted)	6.56	4.83

2. OPERATIONS REVIEW:

The Directors are pleased to report that your Company achieved a total income of Rs. 6,682.42 lakhs compared to Rs. 6,768.95 lakhs in the previous year. Of the above income the Operational revenue was Rs. 6,048.23 lakhs as against Rs.5,853.28 lakhs of the previous year that is an increase of 3.33% on account of increase in the segment of weddings, conferences and groups and also due to monitoring of costs regularly, profitability of the Company improved. There was a

reduction in other income mainly due to the absence of lease rental income from the Casino which was closed down as on March 31, 2016. The Company earned a higher pre-tax profit of Rs. 2,592.85 lakhs for the year under review as against Rs. 2,316.02 lakhs (before exceptional items) in the previous year.

3. DIVIDEND:

The Board of Directors recommended the following dividend for approval by the members at the ensuing Annual General Meeting:

- (i) A dividend of Rs.7.5/- per share on 70,00,000 Cumulative, Non-Convertible, Redeemable Preference shares for the year ended 31st March 2017 (i.e. @7.5% on the paid up preference share capital) amounting to a total sum of Rs.5,25,00,000/- as per the terms of the issue of Preference shares subject to the approval of the members at the ensuing Annual General Meeting.
- (ii) Dividend of Re. 1/- per share on 1,60,00,000 Equity shares for the year ended 31st March, 2017 (i.e. @10% on the paid up equity capital) amounting to Rs. 1,60,00,000/-, subject to the approval of the members at the ensuing Annual General Meeting.

4. SHARE CAPITAL:

During the year under review, the total paid-up share capital of the Company stood at Rs. 86,00,00,000/- consisting of 1,60,00,000 equity shares of Rs. 10/- each and 70,00,000 Cumulative, Non-Convertible, Redeemable preference shares of Rs. 100 each.

5. RESERVES:

The Board of Directors propose to carry an amount of Rs. 168.17 Lakhs to General Reserve.

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is well defined in the organisation as per defined audit plan. The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The Audit Committee of the Company monitors the adequacy of the internal control systems and procedures including adequacy of financial controls with reference to the Financial Statement.

The Internal Auditor of the Company continues to conduct periodic audit. The objective of the audit is to ensure that the prescribed systems and procedures are adequate and are consistently and correctly followed. The Internal Auditor monitors and evaluates the efficiency and adequacy of internal control systems in your Company, its compliance with Operating systems, Accounting procedures and policies of the Company. Based on the report of the Internal Auditor, each departmental head takes corrective actions in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions suggested are presented to the Audit Committee by the Board.

The laid down internal financial controls are adequate and were operating effectively during the year.

The Internal Auditor submits his report to the Audit Committee on a quarterly basis.

In addition, during the year 2016-17, as required under Section 143 of the Act, the Statutory Auditors have evaluated and expressed an opinion on the Company's internal financial controls over financial reporting based on an audit. In their opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017.

During 2016-2017, the Audit Committee was satisfied with the adequacy of the internal control systems and procedures of the Company.

Although not mandatory the Company has a Risk Management Committee comprising of Directors and Executives/Officers of the Company. The Company's Risk Management Committee identifies potential risks associated with the Company's business and measures the Company's performance against each risk parameter. The Risk Management Committee keeps the Board informed of these risks and the measures taken by the Company to mitigate these risks.

7. STATUTORY AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and Rules made thereunder the term of office of M/s. H.K Aparanji, Chartered Accountants (Firm Registration No. 000199S), as the Statutory Auditors of the Company will conclude from the close of ensuing Annual General Meeting of the Company.

Subject to the approval of the Members, the Board of Directors of the Company has recommended the appointment of M/s. Sudha Suresh Pai and Associates, Chartered Accountants (Firm Registration No. 118006W) as the Auditors of the Company pursuant to Section 139 of the Companies Act, 2013 based on the recommendation of the Audit Committee.

Accordingly, the Board recommends the resolution in relation to appointment of Statutory Auditors, for the approval by the shareholders of the Company.

The Auditors Report for fiscal 2017 does not contain any qualification, reservation or adverse remark. The Auditor's Report is enclosed with the financial statements in this Annual Report.

Auditor's certificate on corporate governance

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditor's certificate on Corporate Governance forms part of this Annual Report. The Auditor's certificate for fiscal 2017 does not contain any qualification, reservations or adverse remark.

8. COMPOSITION OF AUDIT COMMITTEE:

The Composition of the Audit Committee is as under:

- Mr. Jamshed Delvadavala – Independent Director and Chairperson
- Mr. Shardul Thacker – Independent Director & Member
- Mr. Reyaz Mama – Independent Director & Member
- Mr. Raghunandan Maluste – Independent Director & Member

The other details pertaining to the Audit Committee are included in the Corporate Governance Report, which forms part of the Annual Report.

9. RELATED PARTY TRANSACTIONS:

There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel or other designated persons which may have conflict with the interest of the company at large. All Related Party Transactions are presented to the Audit Committee and the Board. A statement of all related party transactions is presented before the Audit Committee on a quarterly basis, specifying the nature, value and terms and conditions of the transactions.

The Related Party Transactions Policy as approved by the Board is uploaded on the company's website at the web link: http://www.cidadedegoa.com/upload/PDF/173_27_new_file_Related_Party_Transaction_Policy.pdf

The Company has entered into contracts/arrangements with related parties in the ordinary course of business and on arm's length basis. Particulars of contracts/arrangements made with related parties is annexed to Boards Report as "Annexure A".

10. DEPOSITS:

During the year, the Company has not accepted any deposits within the meaning of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

11. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The brief outline of the Corporate Social Responsibility policy of the Company and the initiatives undertaken by your Company on CSR activities during the year are set out in Annexure B of this Report in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014. The CSR policy is available on the website of your Company. http://www.cidadedegoa.com/upload/PDF/179_27_new_file_CSR_Policy_of_Fomento.pdf

As a part of its initiatives under "Corporate Social Responsibility" (CSR), the Company has contributed funds for distributing food items to the old age home and daily meals to the orphanage, providing employment enhancing vocational skills and by donating funds for construction of

an aided school building directly as part of the CSR initiative.

12. SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.

13. CODE OF CONDUCT:

In compliance with Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013, the Company has adopted a Code of Conduct ('The Code'). The Code is applicable to the members of the Board, Senior Management and Designated employees of the Company. The code is available on our website, www.cidadedegoa.com.

All the members of the Board, Senior Management and Designated Employees of the Company have affirmed compliance to the Code as on March 31, 2017.

A declaration to this effect signed by the Managing Director & C.E.O. forms part of this Annual Report.

14. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The Company is committed to developing a culture where it is safe for all employees to raise genuine concerns, if any and to adhere to the highest standards of ethical, moral and legal conduct of business operations. The Vigil mechanism policy provides a channel to the employees and Directors to report to the management concerns about unethical behaviour, actual or suspected frauds or violation of the code of conduct of policy and also provides safeguards against victimization.

The policy ensures strict confidentiality of all matters and disclosure of information, if required only to the extent or with those persons as required for the completion of the process of investigation.

A vigilance and ethics officer has been appointed to whom the complaints should be addressed, who reports to the Audit Committee. The policy also allows addressing the concerns directly to the Chairman of the Audit Committee / Managing Director & CEO / Chairman in exceptional cases. The Audit Committee recommends the disciplinary or corrective action it deems fit to the Board of Directors. The policy is available on the website of the Company and forms part of the Directors Report as "Annexure C".

The Vigil Mechanism Policy can be accessed on your Company's website at the link: http://www.cidadedegoa.com/upload/PDF/174_27_new_file_Whistle_Blower_Policy.pdf

15. PREVENTION OF INSIDER TRADING:

In accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 the Company has adopted a Insider Trading Policy which lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading is available on our website (http://www.cidadedegoa.com/upload/PDF/180_27_new_file_Code_for_Regulating_Monitoring_Reporting_Trading_by_Insiders.pdf)

16. EXTRACT OF THE ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as “Annexure D”

17. RISK MANAGEMENT:

Although not mandatory, your Company has constituted a Risk Management Committee as a measure of good governance. The details of the Committee and its terms of reference are set out in the Corporate Governance Report.

Pursuant to Section 134(3) (n) of the Companies Act, 2013, the Company has formulated and implemented the Risk Management Policy. The objective of the Risk Management Policy is to identify the risks impacting the business and formulate strategies/policies aimed at risk mitigation as part of risk management.

The risk management framework is discussed in detail in the Management Discussion and Analysis report forming part of this Annual Report.

18. PARTICULARS OF EMPLOYEES:

Information required pursuant to section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of the employees of the Company is annexed as Annexure E.

The statements containing particulars of employees as required under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, is not provided since there were no employees who were drawing remuneration more than Rs. 8.5 lakhs per month during whole or part of the year.

19. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 that the Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149(6).

20. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby confirm that:

- a) In the preparation of the accounts for the year ended March 31, 2017, the applicable accounting standards have been followed and that there are no material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give

a true and fair view of the state of affairs of the Company as on March 31, 2017 and the profit of the Company for that period;

- c) The Directors have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d) The Directors have prepared the Financial Statements for the financial year ended March 31, 2017 on a 'going concern' basis
- e) The Directors, have laid down internal financial controls for the company which are adequate and are operating effectively.
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

21. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Company has received declarations from all the Four Independent Directors confirming that they meet the criteria of independence as prescribed under the Act.

For the purpose of compliance with Section 152 of the Companies Act, 2013 and for determining the Director liable to retire by rotation, the Board at its meeting held on May 30, 2017, took note of the consent given by Mr. Auduth Timblo, being longest in office, to retire by rotation at the ensuing Annual General Meeting of the Company. Accordingly, the Board noted that Mr. Auduth Timblo, Director and Non-Executive Chairman shall be the Director liable to retire by rotation and being eligible, has offered himself for re-appointment. The Directors recommend re-appointment of Mr. Auduth Timblo.

Your approval for his re-appointment as Director has been sought in the Notice convening the Annual General Meeting of your Company.

Mr. V. P. Raikar, Director stepped down from the Board with effect from May 28, 2016. The Board records its deep appreciation of the valuable services rendered by Late Mr. V. P. Raikar during his long association with the Company. Mr. V. P. Raikar passed away on September 30, 2016.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel (KMP) of your Company are Mrs. Anju Timblo, Managing Director & CEO, Mr. M. A. Hajare, Chief Financial Officer and Ms. Asmeeta Matondkar, Company Secretary. There has been no change in Key Managerial Personnel's during the year.

Board Evaluation

SEBI(Listing Obligations and Disclosure Requirements)

Regulations, 2015 mandates that the Board shall monitor and review the Board evaluation framework. The framework includes the evaluation of directors on various parameters such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, governance issues, inflow of information, decision making, company's performance, company strategy etc.

The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

Board Diversity

The Company recognizes and embraces the importance of the diverse board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors. The Board Diversity Policy is available on our website, http://www.cidadedegoa.com/upload/PDF/182_27_new_file_Board_Diversity_Policy.pdf

Committees of the Board

Currently, the Board has five committees: the Audit committee, the Nomination and Remuneration committee, the Corporate Social Responsibility committee, the Stakeholders Relationship committee and the Risk Management committee. A detailed note on the composition of the Board and its Committees is provided in the corporate governance report section of this Annual Report.

Number of Meetings of the Board

During the year Five Board Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

22. NOMINATION AND REMUNERATION POLICY:

In accordance with Section 178 of the Companies Act, 2013 read with Regulation 19 of the Listing Regulations, the policy on director's appointment and remuneration, and Senior Management Personnel appointment and remuneration which has been formulated is enclosed as Annexure F and forms part of

this Annual Report. The policy is also available on the Company's website (http://www.cidadedegoa.com/upload/PDF/176_27_new_file_Nomination_and_Remuneration_Policy.pdf). There has been no change in the policy since the last fiscal year. We affirm that the remuneration paid to directors is as per the terms laid out in the nomination and remuneration policy of the Company.

23. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) (e) of SEBI (LODR) Regulations, 2015 with the Stock Exchange, is given separately and forms part of this Annual Report.

24. CORPORATE GOVERNANCE:

A report on Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015 forms part of the Annual Report. A Certificate from the Auditors of the Company, confirming compliance with the provisions of Corporate Governance, is attached to this Annual Report.

25. TECHNOLOGY ABSORPTION AND CONSERVATION OF ENERGY:

The Company is in hospitality industry. Its activities do not involve the absorption of technology as envisaged to be furnished pursuant to the Companies (Accounts) Rules, 2014.

During the year, the Company had continued its focus on energy conservation measures that include :

- (a) Installation of variable frequency drive for exhaust fans
- (b) Use of recycled water for horticulture
- (c) Installation of timers for public areas and BOH house areas.
- (d) Installation of aerators to reduce water consumption

Besides the above, the Company also took various operational measures to reduce energy consumption by:

- (a) Optimal use of lighting and other equipment,
- (b) Regulating of chilled water set points according to the ambient temperature,
- (c) Setting benchmarks for energy consumption by area
- (d) Regulating of hot water boiler setting according to the ambient legislations.

Actions planned for the next year include:

- (a) Replacement of chillers to energy efficient chillers,
- (b) Replacement of fresh air units,
- (c) Replacement of fluorescent lamps by energy efficient LED lamps,
- (d) Installation of variable frequency drives for exhaust fans,
- (e) Replacement of variable frequency drives for exhaust fans,
- (f) Replacement of old fan coil units,
- (g) Replacement of motors with energy efficient motors,
- (h) Replacement of cooling towers fans for better efficiency.

26. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Total foreign exchange earnings and outgo is stated in Notes forming part of the Financial Statements.

27. EMPLOYEES:

Relations between the management and the employees were cordial throughout the year. Your Directors are pleased to record their appreciation of the devotion and sense of commitment shown by all the employees in the organisation. As on March 31, 2017, the Company has an Organizational strength of 212 employees.

28. SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT:

The Board of Directors of the Company appointed Mr. Shivaram Bhat, Practising Company Secretary, to conduct the Secretarial Audit. The Secretarial Audit Report does not contain any qualification, reservation or adverse remarks. The Secretarial Audit Report for the financial year ended March 31, 2017, forms part of this Annual Report.

The Report of the Secretarial Auditor is annexed as “Annexure G”.

29. ANTI-SEXUAL HARASSMENT INITIATIVE:

Your Company has zero tolerance for sexual harassment at its work place and has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace in line with

the provisions of the sexual harassment at workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder for prevention and redressal of complaints of sexual harassment at work place.

Further, the Company has an Internal Complaints Committee where employees can register their complaints against sexual harassment. This is supported by the Sexual Harassment Policy which ensures a free and fair enquiry process.

No complaints relating to sexual harassment were reported in the last financial year.

30. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review no significant material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status and your Company's Operations.

31. POLICIES:

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All our corporate governance policies are available on our website (http://www.cidadedegoa.com/corporate_information.php).

In addition to its Code of Conduct, key policies adopted by the Company are as follows:

Name of the policy	Brief description	Web link
Whistleblower Policy (Policy on vigil mechanism)	The Company has adopted the whistleblower mechanism for directors and employees to report concerns about unethical behavior, actual or suspect fraud, or violation of the Company's code of conduct and ethics.	http://www.cidadedegoa.com/upload/PDF/174_27_new_file_Whistle_Blower_Policy.pdf
Nomination and Remuneration Policy	This policy formulates the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of a director (executive/non-executive) and also the criteria for determining the remuneration of the directors, key managerial personnel and other employees.	http://www.cidadedegoa.com/upload/PDF/176_27_new_file_Nomination_and_Remuneration_Policy.pdf
Corporate Social Responsibility Policy	The policy intends to strive for economic development that impacts society at large, by promoting education, providing health care & destitute care.	http://www.cidadedegoa.com/upload/PDF/179_27_new_file_CSR_Policy_of_Fomento.pdf
Policy on Material Subsidiaries	The policy is to determine the material subsidiaries and material non-listed Indian subsidiaries of the company and to provide the governance framework for them.	http://www.cidadedegoa.com/upload/PDF/177_27_new_file_Policy_on_Material_Subsiaries.pdf
Related Party Transaction Policy	The policy regulated all transactions between the Company and its related parties.	http://www.cidadedegoa.com/upload/PDF/173_27_new_file_Related_Party_Transaction_Policy.pdf