

Quarterly Compliance Report on Corporate Governance

As per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

Name of listed entity	The Peria Karamalai Tea & Produce Company Limited
Quarter ending	31.03.2016

I. Composition of Board of Directors								
Title (Mr/ Mrs)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non Executive/ Independent/Nominee)	Date of appointment in the current term/ cessation	Tenure	No.of directorship in listed entities including this listed entity (Refer Regulation 25(1) of the Listing Regulations)	Number of membership in Audit/Stakehold er Committee (s) including this entity (Refer Regulation 26 (1) of the Listing Regulations)	No.of posts of Chairperson in Audit/Stakeholder Committee held in listed entities including this entity (Refer Regulation 26 (1) of the Listing Regulations)
Mr	Lakshmi Nivas Bangur	ADJPB0981H 00012617	Chairperson-Non Executive	01.04.1988	NA	6	5	1
Mrs	Alka Devi Bangur	ADJPB0980G 00012894	Managing Director – Executive	17.09.1993	NA	2	2	-
Mr	Shreeyash Bangur	AEBPB8449R 00012825	Deputy Managing Director Executive	05.11.2012	NA	2	-	-
Mr	Ratan Lal Gaggar	ADVPG9976H 00066068	Non Executive – Independent	22.09.2014	26 years	8	9	-
Mr	Harish M. Parekh	AFVPP3500N 00026530	Non Executive – Independent	22.09.2014	6 years	7	5	5
Mr	P.R.Ramakrishnan	AALPR4945E 02715749	Non Executive – Independent	22.09.2014	6 years	1	2	1
Mr	N.Swaminathan	AKIPS5590B 02743671	Non Executive – Independent	22.09.2014	6 years	1	2	-

PAN number of any director would not be displayed on the Stock Exchange

Category of directors means executive /non-executive/independent/nominee. If a director fits into more than one category write all categories separating them with hyphen



*to be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.



II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)
Audit Committee	Mr.P.R.Ramakrishnan, Chairman Mr.Lakshmi Niwas Bangur, Member Mr.Harish.M.Parekh, Member Mr.N.Swaminathan, Member	Non Executive - Independent Chairperson-Non Executive Non Executive-Independent Non Executive-Independent
Nomination and Remuneration Committee	Mr.P.R.Ramakrishnan, Chairman Mr.Lakshmi Niwas Bangur, Member Mr.Harish.M.Parekh, Member Mr.N.Swaminathan, Member	Non Executive-Independent Chairperson-Non Executive Non Executive-Independent Non Executive-Independent
Risk Management Committee	Not Applicable	Not Applicable
Stakeholders Relationship Committee	Mr.Lakshmi Niwas Bangur, Chairman Mr.P.R.Ramakrishnan, Member Mr.N.Swaminathan, Member	Chairperson-Non Executive Non Executive-Independent Non Executive-Independent
Category of director means executive/no-executive/independent /nominee. If a director fits into more than one category write all categories separating them with hyphen		

III. Meeting of Board of Directors		
Date (s) of meeting (if any) in the previous quarter)	Date (s) of meeting (if any) in the relevant quarter	Maximum gap between any consecutive in number of days
04.11.2015	25.01.2016 & 14.03.2016	81 days

IV. Meeting of Committees – Audit Committee			
Date (s) of meeting (if any) in the previous quarter)	Whether requirement of quorum met (details)	Date (s) of meeting (if any) in the relevant quarter	Maximum gap between any consecutive in number of days
30.10.2015	Yes- 2 members	22.01.2016 & 14.03.2016	83 days
This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			



V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Note	
<p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words, "NA", may be indicated.</p> <p>2. If status is "No", details of non-compliance may be given here</p>	

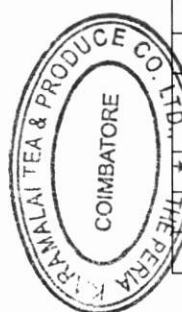
VI. Affirmation
<p>1. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>2. The Composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <ol style="list-style-type: none"> Audit Committee Nomination and Remuneration Committee Stakeholders Relationship Committee <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>4. 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</p> <p>5. This report will be placed before the Board of Directors in their next meeting.</p>
<p>For THE PERIA KARAMALAI TEA & PRODUCE COMPANY LIMITED</p> <p> (R.V.SRIDHARAN) Company Secretary & Compliance Officer</p> <p></p>

**Yearly Compliance Report on Corporate Governance
as per Regulation 27 (2) of Securities and Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations 2015**

Name of listed entity	The Peria Karamalai Tea & Produce Co.Ltd
Year ending	31 st March, 2016

I. Disclosure on website in terms of Listing Regulations	
Item	Compliance Status (Yes/No/NA)
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	NA
Policy on dealing with related party transactions	Yes
Policy for determining material subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievance	Yes
Email address for grievance Redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and / or their associates	NA
New name and the old name of the listed entity	NA

II. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of "independence" and / or eligibility	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	NA
Minimum information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17 (9)	Yes
Performance Evaluation of Independent Directors	17 (10)	Yes
*Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	yes
Composition of nomination & remuneration	19(1) (2)	yes



committee		
Composition of Stakeholder Relationship Committee	20 (1) (2)	Yes
Composition and role of risk management committee	21(1)(2)(3)(4)	NA
Vigil Mechanism	22	Yes
Policy for related party transaction	23(1) (5)(6) (7)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2) (3)	Yes
Approval for material related party transactions 23 (4)	23 (4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24 (1)	NA
Other Corporate governance requirements with respect of subsidiary of listed entity	24(2)(3)(4)(5) & (6)	Yes
Maximum directorship & tenure	25(1)(2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Membership in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	NA
Policy with respect to obligations of directors and senior management	26 (2) & 26 (5)	yes

Note :

1. In the column "Compliance Status" compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of listing regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "NA" may be indicated
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same be indicated here

III. Affirmations:

The listed entity has approved material subsidiary policy and the corporate governance requirements with respect to subsidiary of listed entity have been complied – Yes

for THE PERIA KARAMALAI TEA & PRODUCE COMPANY LIMITED


(R.V.SRIDHARAN)
Company Secretary

