

**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        | 30.06.2016  |

| I. Composition of Board of Directors |                         |            |  |  |          |  |  |  |
|--------------------------------------|-------------------------|------------|--|--|----------|--|--|--|
| Title (Mr/ Mrs)                      | Name of the Director    | PAN & DIN  | Category (Chairperson/Executive/ Non Executive/Nominee | Date of appointment in the current term/ cessation | Tenure   | Number of directorship in listed entities including this listed entity (Refer Regulation 25(1) of the Listing Regulations) | Number of membership in Audit/Stakeholder Audit/Stakeholder Committee held in listed entities including this entity (Refer Regulation 26 (1) of the Listing Regulations) | Number 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 | Chairperson-Non Executive                              | 01.04.1988   | NA       | 7  | 4  | 2  |
| Mrs                                  | Alka Devi Bangur        | ADJPB0980G | Managing Director – Executive                          | 17.09.1993   | NA       | 2  | 1  | 1  |
| Mr                                   | Shreyash Bangur         | AEBPB8449R | Deputy Managing Director                               | 05.11.2012   | NA       | 2  | -  | -  |
| Mr                                   | Ratan Lal Gagar         | ADVP69976H | Non Executive – Executive                              | 22.09.2014   | 26 years | 8  | 9  | -  |
| Mr                                   | Harishchandra M. Parekh | AFVPP3500N | Non Executive – Independent                            | 22.09.2014   | 6 years  | 7  | 5  | 5  |
| Mr                                   | P.R.Kamakrishnan        | AALPR4945E | Non Executive – Independent                            | 22.09.2014   | 6 years  | 1  | 2  | 1  |
| Mr                                   | N.Swaminathan           | AKIP55590B | 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.





|  |                |
|--|----------------|
| <b>V. Related Party Transactions</b>   |                |
| <b>Subject</b>   |                |
| 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            |

|   |                         |   |                |
|---|-------------------------|---|----------------|
| <b>IV. Meeting of Committees – Audit Committee</b>    |                         |   |                |
| Date (s) of meeting (if any) in the previous quarter  | 22.01.2016 & 14.03.2016 | Whether requirement of quorum met (details)   | Yes- 2 members |
| Date (s) of meeting (if any) in the relevant quarter  | 25.05.2016              | Date (s) of meeting (if any) in the relevant quarter  | 25.05.2016     |
| Maximum gap between any consecutive in number of days | 71                      | This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional |                |

|   |                         |  |
|---|-------------------------|--|
| <b>III. Meeting of Board of Directors</b>             |                         |  |
| Date (s) of meeting (if any) in the previous quarter  | 25.01.2016 & 14.03.2016 | Date (s) of meeting (if any) in the relevant quarter |
| Maximum gap between any consecutive in number of days | 76                      | 30.05.2016   |

|  |  |
|--|--|
| <b>II. Composition of Committees</b>         |  |
| <b>Name of Committee</b>                     | <b>Name of Committee Members</b>   |
| <b>Audit Committee</b>                       | Mr.P.R.Ramakrishnan,<br>Mr.Lakshmi Niwas Bangur,<br>Mr.Harish.M.Parekh,<br>Mr.N.Swaminathan, |
| <b>Nomination and Remuneration Committee</b> | Mr.P.R.Ramakrishnan,<br>Mr.Lakshmi Niwas Bangur,<br>Mr.Harish.M.Parekh,<br>Mr.N.Swaminathan, |
| <b>Risk Management Committee</b>             | Not Applicable   |
| <b>Stakeholders Relationship Committee</b>   | Mr.Lakshmi Niwas Bangur,<br>Mr.P.R.Ramakrishnan,<br>Mr.N.Swaminathan,                        |
| <b>Name of Committee</b>                     | <b>Category</b>  |
| Audit Committee                              | Chairperson - Non Executive Independent  |
| Nomination and Remuneration Committee        | Non Executive  |
| Risk Management Committee                    | Chairperson - Non Executive Independent  |
| Stakeholders Relationship Committee          | Non Executive-Independent  |
|  | Non Executive-Independent  |
|  | Non Executive-Independent  |
|  | Not Applicable   |
|  | Chairperson-Non Executive  |
|  | Non Executive-Independent  |
|  | Non Executive-Independent  |
|  | Non Executive-Independent  |
|  | Chairperson/Executive/Non Executive/Independent/Nominee)                                     |

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

**Note**


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.
2. If status is "No", details of non-compliance may be given here

**VI. Affirmation**

1. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. The Composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination and Remuneration Committee
  - c. Stakeholders Relationship Committee
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
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
5. This report will be placed before the Board of Directors in their next meeting.

**For THE PERIA KARAMALAI TEA & PRODUCE COMPANY LIMITED**

**(R.V.SRIDHARAN)**



**Company Secretary & Compliance Officer**

