

**Annexure- I**  
**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**

<b>Name of listed entity</b>	<b>The Peria Karamalai Tea And Produce Company Limited</b>
<b>Quarter ending</b>	<b>30.09.2019</b>

I. Composition of Board of Directors											
Title (Mr/Mrs)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non Executive/Independent/Nominee)&	Initial Date of Appointment	Date of appointment in the current term/cessation	Tenure* (In months)	Date of Birth	No of Directorship in listed entities including this listed entities (in reference to Regulation 17A (1))	Number of Independent directorship in listed entities including this listed entity (Refer Regulation 17A(1) of the Listing Regulations)	Number of membership in Audit/Stakeholder or Committee(s) including this listed entity (Refer Regulation 26 (1) of the Listing Regulations)	Number of posts of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26 (1) of the Listing Regulations)
Mr	Lakshmi Niwas Bangur	ADJPB0981H 00012617	Chairperson-Non Executive	01.04.1988	01.04.1988	NA	26.08.1949	3	0	6	2
Mrs	Alka Devi Bangur	ADJPB0980G 00012894	Managing Director – Executive	17.09.1993	17.09.2017	NA	28.11.1954	2	1	2	1
Mr	Shreeyash Bangur	AEBPB8449R 00012825	Deputy Managing Director Executive	05.11.2012	05.11.2015	NA	01.06.1980	2	0	1	0
Mr	H. M. Parekh	AFVPP3500N 00026530	Non Executive – Independent	23.06.2009	22.09.2019	123	23.03.1937	4	4	6	2
Mr	P.R.Ramakrishnan	AALPR4945E 02715749	Non Executive – Independent	23.06.2009	22.09.2019	123	08.01.1952	1	1	2	1
Mr	N.Swaminathan	AKIPS5590B 02743671	Non Executive – Independent	29.07.2009	22.09.2019	122	25.06.1939	1	1	2	0
Mr	Ashok Kumar Bhargava	AHMPB3443P 00640248	Non Executive – Independent	08.05.2018	08.05.2018	17	09.09.1956	1	1	2	0

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

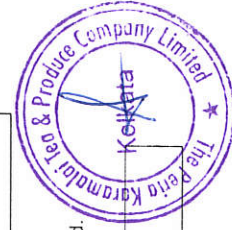
&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen \* to be filled only for Independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

Whether Regular chairperson appointed

Yes

Whether Chairperson is related to MD or CEO

Yes



II. Composition of Committees					
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)\$	Date of Appointment	Date of Cessation	Whether Regular chairperson appointed
1. Audit Committee	Mr. P.R.Ramakrishnan	Chairperson - Non Executive Independent	23.06.2009		Yes
	Mr. Lakshmi Niwas Bangur	Non Executive	28.04.2009		
	Mr. H.M.Parekh	Non Executive-Independent	23.06.2009	--	
	Mr. N.Swaminathan	Non Executive-Independent	29.07.2009		
	Mr. Ashok Kumar Bhargava	Non Executive-Independent	08.05.2018		
2. Nomination and Remuneration Committee	Mr. P.R.Ramakrishnan	Chairperson - Non Executive Independent	23.06.2009		Yes
	Mr. Lakshmi Niwas Bangur	Non Executive	28.04.2009		
	Mr. H.M.Parekh	Non Executive-Independent	23.06.2009	--	
	Mr. N.Swaminathan	Non Executive-Independent	29.07.2009		
3. Risk Management Committee	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
4. Stakeholders Relationship Committee	Mr. Lakshmi Niwas Bangur	Chairperson-Non Executive	28.04.2009		Yes
	Mr. P.R.Ramakrishnan	Non Executive-Independent	23.06.2009		
	Mr. N.Swaminathan	Non Executive-Independent	21.07.2012	--	
	Mr. Ashok Kumar Bhargava	Non Executive-Independent	08.05.2018		

\$ Category of directors means executive/no-executive/independent /nominee. If a director fits into more than one category write all categories separating them with hyphen.

**Note:**

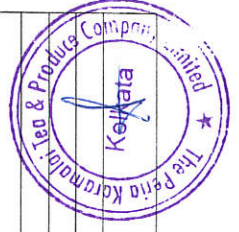
Since the Corporate Governance as per clause 49 of the listing agreement became applicable to the Company from the financial year 2009-10, the Company was required to constitute/ reconstitute the committees as per requirement of the listing agreement. The Investor Grievance Committee (now Stakeholders Relationship Committee) and Remuneration Committee (now Nomination & Remuneration Committee) was reconstituted w.e.f 28.04.2009, therefore, the date of appointment of Mr. L N Bangur as a member of both the committees is being mentioned as 28.04.2009.

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 previous quarters	Maximum gap between relevant quarters	Whether requirement of Quorum met (YES/NO)	Number of Directors Present	Number of Independent Directors Present
20.05.2019	14.08.2019	-	85	Yes	6	3

IV. Meeting of Committees – Audit Committee				
Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Whether requirement of Quorum met (YES/NO)	Number of Directors Present	Maximum gap between any two consecutive meetings (in number of days)
18.05.2019	10.08.2019	YES	2	83

\*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)refer note below
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**

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 Co. Ltd. Produce Company Limited  
Kolkata

*Saurav Singhania*  
Saurav Singhania  
Company Secretary  
Date: 14.10.2019  
Place: Kolkata

**Annexure-III**  
**The Peria Karamalai Tea & Produce Co Ltd**  
**Compliance Report to be submitted at the end of 6 months after end of financial year**

<b>I. AFFIRMATIONS</b>		
<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status (Yes/No/NA)</i> <small>refer note below</small>
Copy of the annual report including balance sheet, profits and loss account, directors report, corporate governance report, business responsibility report displayed on website.	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No. Chairperson of the Audit Committee had authorized Mr. L N Bangur, Chairman of the Company to represent him at the Annual General Meeting.
Presence of Chairperson of the Nomination & Remuneration Committee at the Annual General Meeting	19(3)	No. Chairperson of the Nomination & Remuneration Committee had authorized Mr. L N Bangur, Chairman of the Company to represent him at the Annual General Meeting.
Presence of Chairperson of the Stakeholder Relationship committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in the Annual Report	34(3) read with Para C of Schedule V	Yes
<p><b>Note</b></p> <p>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 "N.A." may be indicated.</p> <p>2. If the Listed Entity would like to provide any other information the same may be indicated here:</p>		
<p>For The Peria Karamalai Tea &amp; Produce Co Ltd</p> <p><i>Saurav Singhania</i>  Saurav Singhania  Company Secretary  Date: 14.10.2019  Place: Kolkata</p> 