

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

Name of listed entity	The Peria Karamalai Tea & Produce Company Limited
Quarter ending	31.03.2023

Composition of Board of Directors																			
I.	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	Whether the Director is Disqualified	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current Status	Whether Special resolution Passed?	Date of Passing Special resolution	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 Committee(s) 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 listed entity (Refer Regulation 26 (1) of the Listing Regulations)
	Mr	Lakshmi Niwas Bangur	ADJPB0981H00012617	Chairperson-Non Executive	01.04.1988	01.04.1988	NA	26.08.1949	No					N.A.	-	2	0	6	2
	Mrs	Alka Devi Bangur	ADJPB0980G00012894	Managing Director – Executive	17.09.1993	17.09.2020	NA	28.11.1954	No					N.A.	-	2	1	2	1
	Mr	Shreyash Bangur	AEBPB8449R00012825	Deputy Managing Director Executive	05.11.2012	05.11.2020	NA	01.06.1980	No					N.A.	-	2	0	1	0
	Mr	H. M. Parekh	AFVPP3500N00026530	Non Executive – Independent	23.06.2009	22.09.2019	165	23.03.1937	No					Yes	09.09.2019	2	2	2	1
	Mr	P.R.Ramakrishnan	AALPR4945E02715749	Non Executive – Independent	23.06.2009	22.09.2019	165	08.01.1952	No					Yes	09.09.2019	1	1	2	1
	Mr	N.Swaminathan	AKIP5590B02743671	Non Executive – Independent	29.07.2009	22.09.2019	164	25.06.1939	No					Yes	09.09.2019	1	1	2	0
	Mr	Ashok Kumar Bhargava	AHMPB3443P00640248	Non Executive – Independent	08.05.2018	08.05.2018	59	09.09.1956	No					No	-	1	1	2	0
	Mr.	Gaurav Jalan	ACSPJ9782E00111070	Non Executive – Independent	10.11.2020	10.11.2020	28	11.11.1972	No					No	-	1	1	1	0

\$PAN 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
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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 Mr.Lakshmi Niwas Bangur Mr.H.M.Parekh Mr.N.Swaminathan Mr. Ashok Kumar Bhargava	Chairperson - Non Executive Independent Non Executive Non Executive-Independent Non Executive-Independent Non Executive-Independent	23.06.2009	--	Yes
			28.04.2009		
			23.06.2009		
			29.07.2009		
			08.05.2018		
2. Nomination and Remuneration Committee	Mr.P.R.Ramakrishnan Mr.Lakshmi Niwas Bangur Mr. H.M.Parekh Mr.N.Swaminathan	Chairperson -Non Executive Independent Non Executive Non Executive-Independent Non Executive-Independent	23.06.2009	--	Yes
			28.04.2009		
			23.06.2009		
			29.07.2009		
3. Risk Management Committee	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
4. Stakeholders Relationship Committee	Mr.Lakshmi Niwas Bangur Mr.P.R.Ramakrishnan Mr.N.Swaminathan Mr. Ashok Kumar Bhargava	Chairperson-Non Executive Non Executive-Independent Non Executive-Independent Non Executive-Independent	28.04.2009	--	Yes
			23.06.2009		
			21.07.2012		
			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 relevant quarters	Whether requirement of Quorum met (YES/NO) *	Total No of Directors as on Date of Meeting*	Number of Directors Present (All directors including Independent Director) *	Number of Independent Directors Present *
29.10.2022	04.02.2023	97	Yes	8	6	3



*Provide details for current quarter only.

IV.		V. Meeting of Committees						
Name of the 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)*	Total No of Directors in the Committee as on the date of Meeting*	Number of Directors Present (All directors including Independent Director)*	Number of Independent Directors attending the Meeting*	No of Members attending the Meeting(Other than Board of Directors)*	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	29.10.2022	04.02.2023	YES	5	3	2	0	97
Stakeholders	29.10.2022	04.02.2023	YES	4	3	2	0	97



Relationship Committee								
Nomination & Remuneration Committee	28.10.2022	-	-					
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.								

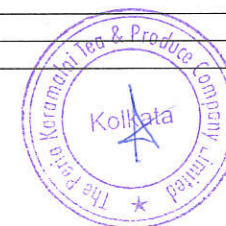
IV. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	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	

V. 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  Saurav Singhania Company Secretary Date: 19.04.2023 Place: Kolkata


I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	Web address
As per regulation 46(2) of the LODR:		
Details of business	Yes	www.periatea.com/Corporate-Profile.php
Terms and conditions of appointment of independent directors	Yes	www.periatea.com/investors.php
Composition of various committees of board of directors	Yes	www.periatea.com/Committees-of-the-Board.php
Code of conduct of board of directors and senior management personnel	Yes	www.periatea.com/code-of-conduct/
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.periatea.com/investors.php
Criteria of making payments to non-executive directors	Yes	www.periatea.com/Annual-Reports.php
Policy on dealing with related party transactions	Yes	www.periatea.com/investors.php
Policy for determining 'material' subsidiaries	Yes	www.periatea.com/investors.php
Details of familiarization programmes imparted to independent directors	Yes	www.periatea.com/investors.php
Email address for grievance redressal and other relevant details	Yes	www.periatea.com/Grievance-Redressal.php
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.periatea.com/Investor-Grievance.php
Financial results	Yes	www.periatea.com/financial-results.php
Shareholding pattern	Yes	www.periatea.com/shareholding-patterns.php
Details of agreements entered into with the media companies and/or their associates	N.A.	-
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N.A.	-
New name and the old name of the listed entity	N.A.	-
Advertisements as per regulation 47 (1)	Yes	www.periatea.com/investors.php
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	N.A.	-
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.periatea.com/investors.php
As per other regulations of the LODR:		
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.periatea.com/investors.php
Materiality Policy as per Regulation 30	Yes	www.periatea.com/investors.php
Dividend Distribution policy as per Regulation 43A (as applicable)	N.A.	
It is certified that these contents on the website of the listed entity are correct.	Yes	www.periatea.com/investors.php



II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) Refer note below
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), 17(1A) & 17(1B)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board meeting	17(2A)	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)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1)&(2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of nomination & remuneration committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1),20(2)&20(2A)	Yes
Meeting of stakeholder relationship committee	20(3A)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),23(1A),(5),(6),(7) & (8)	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)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	Yes
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes



Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
D & O Insurance for Independent Directors	25(10)	NA
Memberships 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)	Yes
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 "N.A." 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 may 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.

For The Peria Karamalai Tea & Produce Company Limited

Saurav Singhania
Saurav Singhania
Company Secretary
Date: 19.04.2023
Place: Kolkata

