

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	30.09.2016

I. Composition of Board of Directors								
Title (Mr/ Mrs)	Name of the Director	PAN ⁵ & 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/Stakehol der Committee (s) including this listed entity (Refer Regulation 26 (1) of the Listing Regulations)	No. of posts of Chairperson in Audit/Stakehol der Committee held in listed entities including this listed entity (Refer Regulation 26 (1) of the Listing Regulations)
Mr	Lakshmi Nivas Bangur	ADJPB0981H 00012617	Chairperson-Non- Executive	01.04.1988	NA	7	4	2
Mrs	Alka Devi Bangur	ADJPB0980G 00012894	Managing Director – Executive	17.09.1993	NA	2	1	1
Mr	Shreyash Bangur	AEBPB8449R 00012825	Deputy Managing Director - Executive	05.11.2012	NA	2	-	-
Mr	Ratan Lal Gaggar	ADVPG9976H 00066068	Non-Executive – Independent	22.09.2014	27 years	8	9	-
Mr	Harishchandra M. Parekh	AFVPP3500N 00026530	Non-Executive – Independent	22.09.2014	7 years	7	5	5
Mr	P.R.Ramakrishnan	AALPR4945E 02715749	Non-Executive – Independent	22.09.2014	7 years	1	2	1
Mr	N.Swaminathan	AKIPS5590B 02743671	Non-Executive – Independent	22.09.2014	7 years	1	2	-

⁵PAN 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.



II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non Executive/Independent/Nominee) ⁵
1. Audit Committee	Mr.P.R.Ramakrishnan Mr.Lakshmi Niwas Bangur Mr.Harish.M.Parekh Mr.N.Swaminathan	Chairperson –Non-Executive - Independent Non-Executive Non-Executive-Independent Non-Executive-Independent
2. Nomination and Remuneration Committee	Mr.P.R.Ramakrishnan Mr.Lakshmi Niwas Bangur Mr.Harish.M.Parekh Mr.N.Swaminathan	Chairperson – Non-Executive - Independent Non-Executive Non-Executive-Independent Non-Executive-Independent
3. Risk Management Committee	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Mr.Lakshmi Niwas Bangur Mr.P.R.Ramakrishnan Mr.N.Swaminathan	Chairperson – Non-Executive Non-Executive-Independent Non-Executive-Independent

⁵Category of director means executive/non-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 two consecutive meetings(in number of days)
30.05.2016	08.08.2016	68

IV. Meeting of Committees – Audit Committee			
Date(s) of Meeting of Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
01.08.2016	Yes- 2 members	25.05.2016	67

*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 COMPANY LIMITED


(R.V. SRIDHARAN)

Company Secretary & Compliance Officer



THE PERIA KARAMALAI TEA AND PRODUCE COMPANY LIMITED

Annexure to Quarterly Compliance Report on Corporate Governance for the second quarter period ended 30.09.2016.

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit 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)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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.

For THE PERIA KARAMALAI TEA & PRODUCE COMPANY LIMITED


(R.V.SRIDHARAN)

Company Secretary & Compliance Officer

