



Dhunseri[®]

Dhunseri Tea & Industries Limited

(Formerly : DHUNSERI SERVICES LIMITED) CIN : L15500WB1997PLC085661

Registered Office : Dhunseri House, 4A, Woodburn Park, Kolkata 700020

Ref.No.DTIL/108/2016/ 5723

14.01.2016

BSE Limited
Phiroze-Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Fax No. : 022-22722037/39/41/61
022-22723121/3719

Scrip Code: 538902

National Stock Exchange of India Ltd.,
Exchange Plaza,,C-1, Block G, 5th Floor
Bandra Kurla Complex,
Bandra (E),
Mumbai-400051

Fax No. : 022-26598237/38

Symbol : DTIL

Dear Sirs,

Sub: Corporate Governance Report for the quarter ended
31st December, 2015

Pursuant to Clause 27(2)(a) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, please find enclosed Corporate Governance Report for the quarter ended 31st December, 2015.

Thanking you,

Yours faithfully
For DHUNSERI TEA & INDUSTRIES LTD.

(R. MAHADEVAN)
Company Secretary

Encl: as above.

Compliance Report on Corporate Governance

1	Name of Listed Entity	DHUNSERI TEA & INDUSTRIES LTD.
2	Quarter ending	31 ST DECEMBER , 2015

I. Composition of Board of Directors

Title (Mr./ Ms)	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 Listing Regulations)	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
MR.	CHANDRA KUMAR DHANUKA	ADGPD0857K 00005684	CHAIRMAN/ MANAGING DIRECTOR/ EXECUTIVE	09/09/2014	---	1	5	1
MR.	MRIGANK DHANUKA	ADLPD0161H 00005666	NON-EXECUTIVE/ NON-INDEPENDENT	01/02/2014	---	--	1	--
MR.	RAJIV KUMAR SHARMA	AKKPS6108B 05197101	NON-EXECUTIVE/ NON-INDEPENDENT	09/09/2014	---	--	--	--
MR.	BASUDEO BERIWALA	ADEPB2570M 00118319	NON-EXECUTIVE/ INDEPENDENT	09/09/2014	16 months	1	-	2
MR.	BHARAT BAJORIA	ADJPB3413G 00109241	NON-EXECUTIVE/ INDEPENDENT	08/09/2014	16 months	3	3	-
MR.	ASHOK KUMAR LOHIA	AAAYPL9097Q 00132070	NON-EXECUTIVE/ INDEPENDENT	09/09/2014	16 months	1	2	-
MS.	NANDINI KHAITAN	AJFPK2129N 06941351	NON-EXECUTIVE/ INDEPENDENT	09/09/2014	16 months	5	-	-

[§] 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

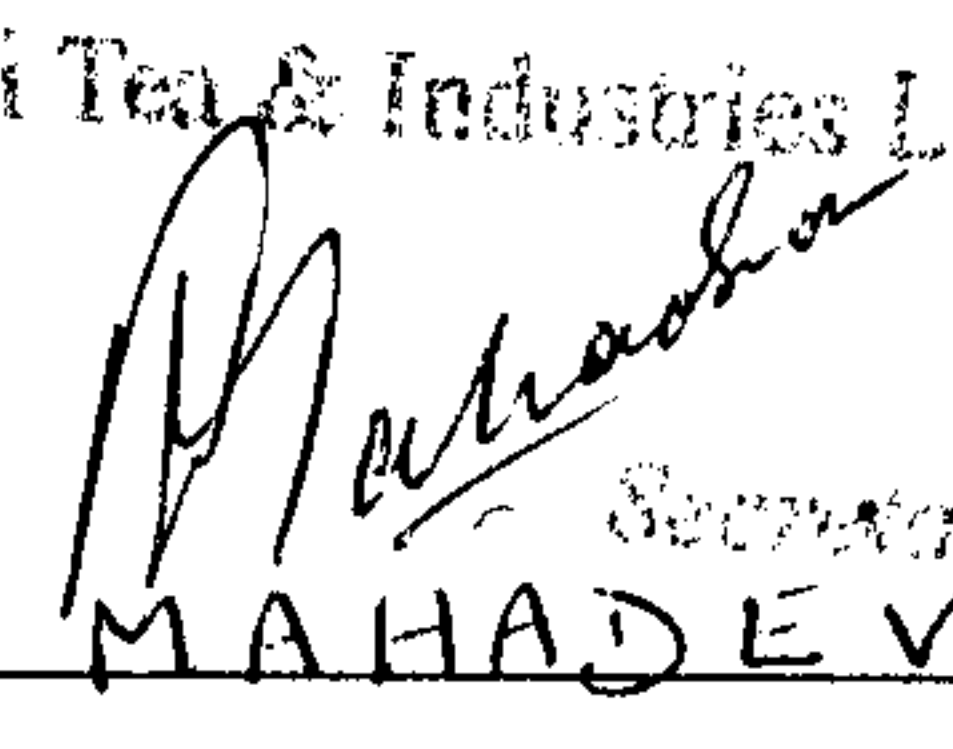
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ^{&}
1. Audit Committee	i) Mr. Basudeo Beriwal ii) Mr. Bharat Bajoria iii) Mr. Ashok Kumar Lohia iv) Mr. Chandra Kumar Dhanuka	i) Chairperson – Non-Executive/ Independent iii) Non-Executive/ Independent iii) Non-Executive/ Independent iv) Executive
2. Nomination & Remuneration Committee	i) Mr. Basudeo Beriwal ii) Ms. Nandini Khaitan iii) Mr. Ashok Kumar Lohia iv) Mr. Chandra Kumar Dhanuka	i) Chairperson – Non-Executive/ Independent iii) Non-Executive/ Independent iii) Non-Executive/ Independent iv) Executive
3. Risk Management Committee (Not applicable)	i) Mr. Chandra Kumar Dhanuka ii) Mr. Mrigank Dhanuka iii) Mr. Rajiv Kumar Sharma	i) Chairperson – Executive ii) Non-Executive/ Non-Independent iii) Non-Executive / Non-Independent
4. Stakeholders Relationship Committee'	i) Mr. Basudeo Beriwal ii) Mr. Ashok Kumar Lohia iii) Mr. Chandra Kumar Dhanuka	i) Chairperson – Non-Executive/ Independent ii) Non-Executive/ Independent iii) Executive

[&] 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



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 (in number of days)	
14/08/2015	09/11/2015	86 Days	
IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee – 09/11/2015	Audit Committee – All present	Audit Committee – 14/08/2015	86 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this			
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	N A		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N A		
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.			
VI. Affirmations			
<ol style="list-style-type: none"> The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders relationship committee Risk management committee (applicable to the top 100 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. 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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: 			
For Dbanseri Tea & Industries Ltd.			
Name & Designation			
Company Secretary / Compliance Officer / Managing Director / CEO		(R. MAHADEVAN)	

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.