

## Compliance Report on Corporate Governance

1	Name of Listed Entity	DHUNSERI TEA & INDUSTRIES LTD.
2	Quarter ending	30 <sup>th</sup> JUNE , 2017

<b>I. Composition of Board of Directors</b>								
Title (Mr./Ms)	Name of the Director	PAN <sup>\$</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) <sup>&amp;</sup>	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	34 months	1	2	2
MR.	BHARAT BAJORIA	ADJPB3413G 00109241	NON-EXECUTIVE/ INDEPENDENT	08/09/2014	34 months	2	3	-
MR.	ASHOK KUMAR LOHIA	AAAYPL9097Q 00132070	NON-EXECUTIVE/ INDEPENDENT	09/09/2014	34 months	1	2	-
MS.	NANDINI KHAITAN	AJFPK2129N 06941351	NON-EXECUTIVE/ INDEPENDENT	09/09/2014	34 months	4	-	-


<sup>\$</sup> PAN number of any director would not be displayed on the website of Stock Exchange

<sup>&</sup> 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>II. Composition of Committees</b>		
Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>\$</sup>
1. Audit Committee	ix) Mr. Basudeo Beriwal x) Mr. Bharat Bajoria xi) Mr. Ashok Kumar Lohia xii) Mr. Chandra Kumar Dhanuka	i) Chairperson – Non-Executive/ Independent ii) Non-Executive/ Independent iii) Non-Executive/ Independent iv) Executive
2. Nomination & Remuneration Committee	ix) Mr. Basudeo Beriwal x) Ms. Nandini Khaitan xi) Mr. Ashok Kumar Lohia xii) Mr. Chandra Kumar Dhanuka	i) Chairperson – Non-Executive/ Independent ii) Non-Executive/ Independent iii) Non-Executive/ Independent iv) Executive
3 Risk Management Committee (Not applicable)	vii) Mr. Chandra Kumar Dhanuka viii) Mr. Mrigank Dhanuka ix) Mr. Rajiv Kumar Sharma	i) Chairperson – Executive ii) Non-Executive/ Non-Independent iii) Non-Executive / Non-Independent
4. Stakeholders Relationship Committee <sup>†</sup>	vii) Mr. Basudeo Beriwal viii) Mr. Ashok Kumar Lohia ix) Mr. Chandra Kumar Dhanuka	i) Chairperson – Non-Executive/ Independent ii) Non-Executive/ Independent iii) Executive

<sup>&</sup> 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

<b>III. Meeting of Board of Directors</b>			
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)	
07/02/2017	22/05/2017	103 Days	
<b>IV. Meeting of Committees</b>			
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 – 22/05/2017	Audit Committee – Yes 3 out of 4 members present	Audit Committee – 07/02/2017	103 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving			
<b>V. Related Party Transactions</b>			
Subject	Compliance status (Yes/No/NA) <sup>refer note below</sup>		
Whether prior approval of audit committee obtained	NA		
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		
<b>Note</b>			
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.			
<b>VI. Affirmations</b>			
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. .... Yes			
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015			
a. Audit Committee Yes			
b. Nomination & remuneration committee Yes			
c. Stakeholders relationship committee Yes			
d. Risk management committee (applicable to the top 100 listed entities) NA			
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. Yes			
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. Yes			
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - Yes			
For Dhunseri Tea & Industries Ltd.			
 Name & Designation <i>Secretary</i> <b>R. MAHADEVAN</b> <b>Company Secretary</b>			

**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.