



Dhunseri[®]

Dhunseri Tea & Industries Limited

CIN : L15500WB1997PLC085661

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

Ref.No.DTIL/108/2017/

03.10.2017

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: Compliance Reports on Corporate Governance for the
Quarter ended 30th September, 2017.

Pursuance to Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Compliance Reports on Corporate Governance for the quarter and financial year ended 30th September, 2017.

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	30 th SEPTEMBER , 2017

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/Stakehol der 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	---	2	8	2
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	37 months	1	-	2
MR.	BHARAT BAJORIA	ADJPB3413G 00109241	NON- EXECUTIVE/ INDEPENDENT	08/09/2014	37 months	3	3	-
MR.	ASHOK KUMAR LOHIA (Resigned w.e.f.10.08.2017)	AAAYPL9097Q 00132070	NON- EXECUTIVE/ INDEPENDENT	10.08.2017 Cessation	35 months	1	2	-
MS.	NANDINI KHAITAN	AJFPK2129N 06941351	NON- EXECUTIVE/ INDEPENDENT	09/09/2014	37 months	5	-	-
Mr.	VIVEK GOENKA (Appointed w.e.f. 30.08.2017)	APEPG8673E 00042285	NON- EXECUTIVE INDEPENDENT	30/08/2017 Appointed	1 month	1	2	-

\$ 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 v) Mr. Vivek Goenka #	i) Chairperson – Non-Executive/ Independent ii) Non-Executive/ Independent iii) Non-Executive/ Independent * iv) Executive v) Non-Executive /Independent #
2. Nomination & Remuneration Committee	i) Mr. Basudeo Beriwal ii) Ms. Nandini Khaitan iii) Mr. Ashok Kumar Lohia * iv) Mr. Chandra Kumar Dhanuka v) Mr. Vivek Goenka #	i) Chairperson – Non-Executive/ Independent ii) Non-Executive/ Independent iii) Non-Executive/ Independent * iv) Executive v) Non-Executive/Independent #
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 iv) Mr. Vivek Goenka #	i) Chairperson – Non-Executive/ Independent ii) Non-Executive/ Independent * iii) Executive iv) Non-Executive/Independent #

*Ceased to be member w.e.f. 10.08.2017

Appointed as a member w.e.f. 30.08.2017




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)	
22/05/2017	30/08/2017	100 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 – 30/08/2017	Audit Committee – All present	Audit Committee – 22/05/2017	100 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving			
V. Related Party Transactions			
Subject	Compliance status (Yes/No/NA) refer note below		
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		
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			
3. 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			
R. MAHADEVAN		Secretary	
Company Secretary			

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.

ANNEXRE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year.

1 Affirmation		
Broad heading	Regulation Number	Compliance (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 (Business Responsibility Report is not applicable to the Company and hence not uploaded on the Company's website)
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
<p>Note</p> <ol style="list-style-type: none"> 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. If status is "No" details of non-compliance may be given here. If the Listed Entity would like to provide any other information the same may be indicated here. 		
<p>For Dhunseri Tea & Industries Ltd.</p> <p> Secretary</p> <p>Name & Designation R. MAHADEVAN Company Secretary</p>		