

DHUNSERI TEA & INDUSTRIES LTD.

CIN: L15500WB1997PLC085661

Regd. Office : 'Dhunseri House', 4A, Woodburn Park, Kolkata-700020

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E-mail : mail@dhunseritea.com; Website : www.dhunseritea.com

Notice

NOTICE is hereby given that the 23rd Annual General Meeting ("AGM") of the Members of Dhunseri Tea & Industries Limited will be held on Wednesday, the 23rd September, 2020 at 10.30 a.m. (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

Item No. 1

To receive, consider and adopt:

- the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Directors' and Auditors' thereon; and
- the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the Auditors' Report thereon.

Item No. 2

To declare a dividend of Rs. 2.50/- per equity share for the financial year ended 31st March, 2020.

Item No. 3

To appoint a director in place of Mr. Rajiv Kumar Sharma (DIN: 05197101), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS :

Item No. 4: Appointment of Mrs. Aaradhana Jhunjhunwala (DIN: 00550481) as an Independent Director and in this regard to consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed thereunder, read with Schedule IV to the Companies Act, 2013, and the Securities and Exchange

Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Aaradhana Jhunjhunwala (DIN : 00550481), appointed as an Additional Director of the Company by the Board of Directors w.e.f. 14th November, 2019 in terms of Section 161 of the Companies Act, 2013 and who holds office till the conclusion of this Annual General Meeting and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company, to hold office for a term upto five consecutive years commencing from 14th November, 2019, not liable to retire by rotation."

Item No. 5: To ratify the remuneration of the Cost Auditor for the financial year ending 31st March, 2021 and in this regard to consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration payable to M/s. Mani & Co, Cost Accountants (Firm Registration No. 000004), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021, amounting to Rs. 1.50 lac (Rupees One lac and fifty thousand only) plus applicable taxes and re-imbusement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed."

By Order of the Board
For DHUNSERI TEA & INDUSTRIES LIMITED
Kolkata
26th June, 2020
R. MAHADEVAN
Company Secretary

Notes :

- An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") relating to the Special Business to be transacted at the 23rd Annual General Meeting ("AGM") is annexed hereto.
- In view of the continuing COVID-19 pandemic and restrictions imposed on the movement of people, the Ministry of Corporate Affairs ("MCA") vide its Circular dated 5th May, 2020 read with Circulars dated 8th April, 2020 and 13th April, 2020

(collectively referred to as "MCA Circulars") and SEBI vide its Circular dated 12th May, 2020 have permitted the holding of the AGM through Video Conference ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members. Accordingly, in compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 23rd AGM of the Company is being held through VC / OAVM.

Notice (Contd.)

3. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members is dispensed with. Accordingly, the facility for appointment of proxies by the Members is not available for this AGM and hence the Attendance Slip, Proxy Form and Route Map are not annexed to this Notice.
4. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send (a scanned copy of the relevant Board Resolution/Authority letter etc. in PDF/JPG Format together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to attend /vote), to the Scrutinizer by email to dhanuka419@yahoo.co.in with a copy marked to evoting@nsdl.co.in
5. In case of Joint holders, attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the AGM.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 17th September, 2020 till Wednesday, 23rd September, 2020 (both days inclusive).
7. Details of the directors seeking appointment (Item Nos. 3 & 4) is annexed to this Notice.

DETAILS OF DISPATCH OF ANNUAL REPORT AND EMAIL ID REGISTRATION

8. In compliance with MCA Circulars, Notice of the AGM along with the Annual Reports and Accounts for FY 2019-20 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company or NSDL/ CDSL ("Depositories").
9. Members holding shares in physical mode and who have not yet registered their email address are requested to submit scanned copy of the Share Certificate (front and back) and self-attested copy of PAN card either through mail (mdpldc@yahoo.com) or upload the same in the link <http://mdpl.in/form/email-update>
Members holding shares in dematerialised mode are requested to register / update their email address with their Depository Participants.
10. Members may note that the Notice and Annual Reports and Accounts for FY 2019-20 is also available on the Company's website www.dhunseritea.com; on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com.

DETAILS OF PAYMENT OF DIVIDEND AND UPDATION OF BANK MANDATE

11. The Dividend for the financial year ended 31st March, 2020, as recommended by the Board, if approved at the AGM, will be paid on or after Monday, 28th September, 2020 to those Members whose names appear in the Register of Members of the Company as on Wednesday, 23rd September, 2020.
12. Pursuant to the Income Tax Act, 1961 ('IT Act') read with the Finance Act, 2020, dividend income is taxable in the hands of the Members with effect from April 1, 2020 and the Company is required to deduct tax at source from such dividend at the prescribed rates. A communication providing information and detailed instructions with respect to tax on dividend for the financial year ended 31st March, 2020 is being mailed by the Company to its Members and the same will also be available on the company's website www.dhunseritea.com.
13. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.
14. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to the Company's Registrars & Share Transfer Agents M/s. Maheshwari Datamatics Private Limited, 23, R.N. Mukherjee Road, 5th Floor, Kolkata-700001 or upload the same in the link <http://mdpl.in/form/nach-mandate>
15. For Members who are unable to receive their dividend directly in their bank account through Electronic Clearing Service or any other means, due to non-registration of their bank details; the Company will despatch the dividend warrant to such Members through permitted mode.

PROCEDURE FOR ATTENDING THE AGM THROUGH VC / OAVM:

16. The Members can join this 23rd AGM of the Company through VC/OAVM; 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

Notice (Contd.)

17. The facility of participation at the AGM through VC/OAVM will be made available for members on first come first served basis. The large Shareholders (i.e., Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Board of Directors, Key Managerial Personnel, Chairpersons of Audit Committee/Nomination and Remuneration Committee/Stakeholders Relationship Committee etc and the Auditors can attend this AGM without any restriction on account of first come first served basis.
18. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
19. The Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsd.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in members login where the EVEN of Company will be displayed.
20. The members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
21. The members are requested to join the Meeting through Laptops for better experience and will be required to allow Camera and use internet with a good speed to avoid any disturbance during the meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connected via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
22. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in/1800-222-990 or contact Mr. Amit Vishal, Senior Manager, NSDL at amitv@nsdl.co.in/022 2499-4360 or Ms. Pallavi Mhatre, Manager, at pallavid@nsdl.co.in/ 022 2499-4545.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS DURING AGM

23. The members who would like to participate as a speaker at the AGM may register themselves by sending a request mail to rm@dhunseritea.com on or before 16th September, 2020 mentioning their name, DP Id and Client Id /folio number,

PAN, mobile number etc. Only those Members who have registered themselves as a speaker will be allowed to speak at this AGM. The speakers are requested to submit their question(s), if any, at the time of registration, to enable the Company to respond appropriately.

24. The Chairman of the meeting reserves the right to restrict the number of questions and number of speakers, to ensure the smooth conduct of the AGM.

PROCEDURE FOR REMOTE E-VOTING

25. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is pleased to provide its Members with a facility to exercise their right to vote by electronic means for the business to be transacted at the AGM.
26. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, 16th September, 2020 i.e. the cut-off date, are entitled to attend and vote at this AGM.
27. The remote e-voting period will commence at 9.00 A.M. on Friday, 18th September, 2020 and will end at 5.00 P.M. on Tuesday, 22nd September, 2020. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 16th September, 2020 may cast their vote by remote e-voting. Once the vote on a resolution is cast by a Member, it shall not be allowed to be changed subsequently.

In addition, the facility for voting through electronic voting system shall also be made available during the AGM. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting.

The Company has appointed Mr. Kailash Chandra Dhanuka (FCS-2204; CP-1247), Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

The Members desiring to cast their vote through e-voting are requested to refer to the detailed procedure given hereinafter.

28. The procedure and instructions for **Remote e-voting** are given below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsd.com/>

Notice (Contd.)

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) In case you have not registered your email address with the Company/ Depository, please follow instructions mentioned above in this notice.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
- b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

Notice (Contd.)

2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

PROCEDURE FOR E-VOTING DURING THE AGM

1. The procedure for e-Voting during the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions earlier through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system during the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to cast vote again at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

PROCEDURE FOR PROCURING USER ID AND PASSWORD BY MEMBERS WHOSE EMAIL IDS ARE NOT REGISTERED

1. In case shares are held in physical mode please provide Folio No., Name of shareholder along with scanned copies of (a) the share certificate (front and back); (b) PAN card (self-attested); (c) Aadhaar card (self-attested) by email to the Company's Registrars and Share Transfer Agents at mdpldc@yahoo.com
2. In case shares are held in demat mode, Members are, requested to contact NSDL (refer item 20 of notes on Notice of AGM).

GENERAL GUIDELINES FOR SHAREHOLDERS

29. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled

upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

30. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
31. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
32. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
33. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.dhunseritea.com and on the website of NSDL www.evoting.nsdl.com immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

OTHER INSTRUCTIONS:

34. The Register of Directors and Key Managerial Personnel and their Shareholdings maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements, if any, in which Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection during the meeting on the NSDL e-voting system after login.
35. The statement(s) containing the names, last known addresses and the unclaimed dividends as on 31st March, in respect of each member for the years 2014-15, 2015-16, 2016-17, 2017-18 and 2018-19 is available on the Company's website www.dhunseritea.com
36. Members are requested to contact either the Company Secretary or M/s. Maheshwari Datamatics Private Limited for encashing their unclaimed dividends, if any, for the aforesaid years i.e. 2014-15, 2015-16, 2016-17, 2017-18 and 2018-19.

Notice (Contd.)

37. Members are requested to note that as per Section 124(5) of the Companies Act, 2013, dividends not encashed /claimed within seven years from the date of declaration will be transferred to the Investor Education and Protection Fund (IEPF) established under Section 125(1) of the Companies Act, 2013. Further, all shares in respect of which (dividend have not been paid / claimed for seven consecutive years or more) shall be transferred by the Company in the name of IEPF as required by Section 124(6) of the Companies Act, 2013.
38. Members may communicate either with the Company Secretary or with the Company's Registrars and Share Transfer Agents for redressal of queries.
39. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, requested to submit PAN details to the Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to either the Company Secretary or to M/s. Maheshwari Datamatics Private Limited.
40. Members seeking any information with regard to Accounts may write to the Company 10 days in advance to enable the Company to readily provide the desired details at the AGM.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013:

Item No. 4

The Board of Directors at their meeting held on 14th November, 2019, on the recommendation of the Nomination & Remuneration Committee appointed Mrs. Aaradhana Jhunjunwala (DIN : 00550481), as an Additional Director [Non-Executive (Independent)] of the Company.

Mrs. Aaradhana Jhunjunwala is proposed to be appointed as an Independent Director of the Company, for a term of five years w.e.f. the date of her initial appointment i.e. 14th November, 2019 pursuant to the provisions of Sections 149, 152 and other applicable provisions and the Rules made thereunder read with Schedule IV to the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"].

The Company has received from Mrs. Aaradhana Jhunjunwala (i) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under subsection (2) of Section 164 of the Companies Act, 2013 and (ii) a declaration to the effect that she meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI (LODR) Regulations.

The approval is sought from the members at the Annual General Meeting (AGM) for appointment of Mrs. Aaradhana Jhunjunwala as an Independent Director of the Company for a term of five consecutive years w.e.f. 14th November, 2019 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013. She will not be liable to retire by rotation.

In the opinion of the Board of Directors, Mrs. Aaradhana Jhunjunwala who is proposed to be appointed as an Independent Director fulfils the conditions specified in the Act and Rules made thereunder and she is independent of the Management.

The Board considers that her continued association would be beneficial for the Company and it is desirable to avail her services as an Independent Director.

None of the Directors or Key Managerial Personnel and their relatives, except Mrs. Aaradhana Jhunjunwala to whom the respective resolution relates, is concerned or interested in the resolution.

The Board recommends the Ordinary Resolutions set out at item no. 4 for the approval of the members.

A brief profile of Mrs. Aaradhana Jhunjunwala is annexed to this Notice as per Regulations 36(3) & 26(4) of SEBI (LODR) Regulations, 2015.

Item No. 5

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Mani & Co, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the Members is sought to ratify the remuneration payable to the Cost Auditors' for the year 2020-21.

None of the Directors or Key Managerial Personnel and their relatives, are concerned or interested in this Resolution.

The Board recommends the Ordinary Resolution as set out at item no. 5 for approval of the members.

By Order of the Board
For DHUNSERI TEA & INDUSTRIES LIMITED
Kolkata
26th June, 2020

R. MAHADEVAN
Company Secretary

Notice (Contd.)

Details of directors seeking appointment at this Annual General Meeting

[Information pursuant to Regulations 36(3) & 26(4) of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

Item 3 & 4

Name of the Director	MR. RAJIV KUMAR SHARMA	MRS. AARADHANA JHUNJHUNWALA
DIN	05197101	00550481
Date of Birth and Age	7th April, 1965 55 years	24th May, 1965 55 years
Date of first appointment on the Board	9th September, 2014	14th November, 2019
Qualifications	B.COM; A.C.A; A.C.S	Graduate from the University of Calcutta, Diploma in Arts from London
Experience and Expertise	Mr. R.K.Sharma, has wide experience in the field of Finance including Project Finance, Accounts, Taxation, Secretarial, Contract Negotiation, among others. He has over three decades of work experience and has been associated with our Group for more than two decades.	Mrs. A.Jhunjhunwala is on the Board of several Companies and is Managing Director of Hope Textiles Limited. She is actively engaged in charitable activities and supports an organization providing cancer treatment for children. She is also engaged on revival of Indian Arts & Crafts and textiles and in producing jewellery in alternative materials.
Shareholding in the Company	100	NIL
Number of Meetings of the Board attended during the year	6 out of 6	2 out of 2
List of Directorship In Listed Entities excluding this Listed entity	Dhunseri Ventures Limited	NIL
Chairman/Member of the Committee of Directors of other Public Limited Companies in which he/she is a Director	NIL	NIL
Relationship with other directors, manager and other Key Managerial Personnel of the Company	Not related to any Director, Manager or Key Managerial Personnel of the Company.	Not related to any Director, Manager or Key Managerial Personnel of the Company.
Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid	Being reappointed due to retirement by rotation and entitled to sitting fees for attending Board meetings.	Being appointed as Non-Executive Independent Director, not liable to retire by rotation and entitled to sitting fees for attending the Board/Committee Meetings.
Details of remuneration last drawn (Rs.)	Details provided in Corporate Governance section of the Annual Report.	Details provided in Corporate Governance section of the Annual Report.
Justification for choosing the appointees for appointment as Independent Directors	N.A.	For compliance of the provisions of the Act and Rules and her experience and expertise in Corporate affairs.