

Report on Corporate Governance by a listed entity on quarterly basis

1. Name of Listed Entity

DHUNSERI TEA & INDUSTRIES LIMITED

2. Quarter ended

30th September, 2020

I Composition of Board of Directors

Title Mr/ Ms	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/& Nominee)	Initial Date of Appointment	Date of Re- appointment	Date of Cessat ion	Tenure	Date of Birth	No. of Directorshi p in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independ ent Directorshi p in listed entities including this listed entity [in reference to proviso to Regulation 17A(1)]	Number of membership 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	09-09-2014	09-09-2019			19-01-1954	7	2	8	2
Mr	MRIGANK DHANUKA	ADLPD0161H 00005666	NON- EXECUTIVE/ NON- INDEPENDENT	01-02-2014				12-08-1980	5	0	1	0
Mr	RAJIV KUMAR SHARMA	AKKPS6108B 05197101	NON- EXECUTIVE/ NON- INDEPENDENT	09-09-2014				07-04-1965	2	0	0	0
Mr	BHARAT BAJORIA	ADJPB3413G 00109241	NON- EXECUTIVE/ INDEPENDENT	08-09-2014	08-09-2019		13 months	12-03-1953	4	1	0	1
Mr	VIVEK GOENKA	AFEPG8673E 00042285	NON- EXECUTIVE/ INDEPENDENT	30-08-2017			37 months	08-06-1982	1	1	1	1
Mr	ASHOKE KUMAR DUTTA	ADIPD8270C 00045170	NON- EXECUTIVE/ INDEPENDENT	21-05-2018			28 months	17-07-1947	1	1	1	0
Mrs	AARADHANA JHUNJHUNWALA	ACYPJ1485C 00550481	NON- EXECUTIVE/ INDEPENDENT	14-11-2019			11 months	24-05-1965	1	1	1	0

Note: Mrs. Aaradhana Jhunjhunwala has been appointed as a Non-Executive Independent Director for a period of 5 years w.e.f. 14.11.2019 at the Annual General Meeting of the Company held on 23.09.2020.

II Composition of committee					
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/ Non-Executive/ Independent/Nominees \$	Date of appointment	Date of cessation	Remarks
1. Audit Committee	Mr BHARAT BAJORIA	NON-EXECUTIVE/ INDEPENDENT DIRECTOR	09-09-2014		Refer sl.1
	Mr CHANDRA KUMAR DHANUKA	EXECUTIVE DIRECTOR	09-09-2014		
	Mr VIVEK GOENKA	NON-EXECUTIVE/ INDEPENDENT DIRECTOR	30-08-2017		
	Mr ASHOKE KUMAR DUTTA	NON-EXECUTIVE/ INDEPENDENT DIRECTOR	21-05-2018		
Whether Regular Chairperson appointment	YES				
2. Nomination & Remuneration Committee (if applicable)	Mr VIVEK GOENKA	NON-EXECUTIVE/ INDEPENDENT DIRECTOR	30-08-2017		Refer sl.2.
	Ms AARADHANA JHUNJHUNWALA	NON-EXECUTIVE/ INDEPENDENT DIRECTOR	14-11-2019		
	Mr CHANDRA KUMAR DHANUKA	EXECUTIVE DIRECTOR	09-09-2014		
	Mr BHARAT BAJORIA	NON-EXECUTIVE/ INDEPENDENT DIRECTOR	21-05-2018		
Whether Regular Chairperson appointment	YES				
3. Risk Management Committee	Mr CHANDRA KUMAR DHANUKA	EXECUTIVE DIRECTOR	09-09-2014		
	Mr MRIGANK DHANUKA	NON-EXECUTIVE/ NON-INDEPENDENT DIRECTOR	09-09-2014		
	Mr RAJIV KUMAR SHARMA	NON-EXECUTIVE/ NON-INDEPENDENT DIRECTOR	09-09-2014		
Whether Regular Chairperson appointment	YES				
4. Stakeholders Relationship Committee	Mr VIVEK GOENKA	NON-EXECUTIVE/ INDEPENDENT DIRECTOR	30-08-2017		Refer sl.3.
	Mr CHANDRA KUMAR DHANUKA	EXECUTIVE DIRECTOR	09-09-2014		
	Ms AARADHANA JHUNJHUNWALA	NON-EXECUTIVE/ INDEPENDENT DIRECTOR	14-11-2019		
Whether Regular Chairperson appointment	YES				

& 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
1. Mr. Bharat Bajoria was appointed as the member of the Audit Committee on 09.09.2014 and as its chairperson on 21.05.2018.
2. Mr. Vivek Goenka was appointed as the member of the NRC on 30.08.2017 and as its chairperson on 21.05.2018.
3. Mr. Vivek Goenka was appointed as the member of the SRC on 30.08.2017 and as its chairperson on 21.05.2018.

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	Whether Requirement of Quorum Met*	Number of Directors Present*	Number of Independent Directors Present	Maximum gap between any two Consecutive (in Number of days)
26-06-2020	10-09-2020	Yes	5	3	75
*To be filled in only for the current quarter meeting					

IV Meeting of Committees					
Date(s) of Meeting (if any) in the Relevant Quarter	Whether requirement of Quorum met (details)*	Number of Directors Present*	Number of Independent Directors Present*	Date(s) of Meeting (if any) in the Previous quarter	Maximum gap between any two Consecutive (in Number of days)
Audit Committee 10-09-2020	Audit Committee – Yes 3 out of 4	3	2	Audit Committee 26-06-2020	75
Stakeholders Relationship Committee 10-09-2020	Audit Committee – Yes 2 out of 3	2	1	-	
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional **to be filled in only for the current quarter meetings					

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 the Audit Committee	N A
Note: 1. In the column "Compliance Status", compliance of 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 Regulation, "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	
1. The composition of Board of Directors in in terms of SEBI (Listing Obligations and Disclosure) Regulations, 2018 –	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. Stakeholder 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 Requirement) Regulations, 2015.	YES
4. The meetings of the board of Directors and the above committees have been conducted in the manner as specified kin SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.	YES
5. The report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any Comments/Observations/advice of the board of directors may be mentioned here.	YES
Name & Designation	
R MAHADEVAN	
Company Secretary & Compliance Officer	

ANNEXURE III**1. Dhunseri Tea & Industries Limited****2. Half Year Ending: 30.09.2020****I. Affirmations**

Broad heading	Regulation Number	Compliance status (Yes/No/NA)	Remarks
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	
Presence of Chairperson of the Stakeholders Relationship Committee at the Annual General Meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Name	R.Mahadevan		
Designation	Company Secretary & Compliance Officer		