

**Report on Corporate Governance by a listed entity on quarterly basis**

**ANNEXURE I**

1. Name of Listed Entity DHUNSERI TEA & INDUSTRIES LIMITED  
 2. Quarter ended 30<sup>th</sup> June, 2024

**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 Cessation | Tenure     | Date of Birth | No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No. of Independent Directorship 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   | *****57K00005684 | CHAIRPERSON/ MANAGING DIRECTOR   | 09-09-2014                  | 01-01-2024             |                   |            | 19-01-1954    | 6   | 1  | 9  | 1   |
| MR.          | MRIGANK DHANUKA         | *****61H00005666 | NON-EXECUTIVE/ NON-INDEPENDENT   | 01-02-2014                  | 01-02-2014             |                   |            | 12-08-1980    | 5   | 0  | 1  | 0   |
| MRS.         | BHARATI DHANUKA         | *****06B02397650 | NON-EXECUTIVE/ NON-INDEPENDENT   | 25-03-2022                  | 25-03-2022             |                   |            | 12-03-1980    | 4   | 0  | 0  | 0   |
| MR.          | RAJIV KUMAR SHARMA      | *****08B05197101 | NON-EXECUTIVE/ NON-INDEPENDENT   | 09-09-2014                  | 09-09-2014             |                   |            | 07-04-1965    | 2   | 0  | 0  | 0   |
| MR.          | BHARAT BAJORIA*         | *****13G00109241 | NON-EXECUTIVE/ INDEPENDENT   | 08-09-2014                  | 08-09-2019             |                   | 118 months | 12-03-1953    | 5   | 2  | 1  | 1   |
| MR.          | VIVEK GOENKA**          | *****73E00042285 | NON-EXECUTIVE/ INDEPENDENT   | 30-08-2017                  | 30-08-2022             |                   | 82 months  | 08-06-1982    | 1   | 1  | 2  | 1   |
| MR.          | ASHOKE KUMAR DUTTA***   | *****70C00045170 | NON-EXECUTIVE/ INDEPENDENT   | 21-05-2018                  | 21-05-2023             |                   | 73 months  | 17-07-1947    | 3   | 3  | 1  | 0   |
| MRS.         | AARADHANA JHUNJHUNWALA  | *****85C00550481 | NON-EXECUTIVE/ INDEPENDENT   | 14-11-2019                  | 14-11-2019             |                   | 56 months  | 24-05-1965    | 1   | 1  | 1  | 0   |
| MR.          | SIDDHARTHA RAMPURIA**** | *****67F00755458 | NON-EXECUTIVE/ INDEPENDENT   | 27-05-2024                  | 27-05-2024             |                   | 1 month    | 06-10-1965    | 1   | 0  | 0  | 0   |

\* Mr. Bharat Bajoria was re-appointed as an Independent Director of the Company for a second term of five years w.e.f 8<sup>th</sup> September, 2019.

\*\* Mr. Vivek Goenka was re-appointed as an Independent Director of the Company for a second term of five years w.e.f 30<sup>th</sup> August, 2022.

\*\*\* Prof. Ashoke Kumar Dutta was re-appointed as an Independent Director of the Company for a second term of five years w.e.f 21<sup>st</sup> May, 2023 by the shareholders through Postal ballot on 17<sup>th</sup> March, 2023.

\*\*\*\* Mr. Siddhartha Rampuria has been appointed as an Additional Director (in the category of Non-Executive Independent Director) at the Board Meeting held on 27<sup>th</sup> May, 2024, subject to shareholders approval at the ensuing Annual General Meeting.

Whether Regular Chairperson appointed- Yes

Whether Chairperson is related to managing director or CEO: No.  
 Mr. C.K.Dhanuka, Chairperson is also the Managing Director and he is not related to CEO.

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

| <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 | Whether Requirement of Quorum Met* | Number of Directors Present* | Number of Independent Directors Present | Maximum gap between any two Consecutive (in Number of days) |
| 08.02.2024  | 27.05.2024  | YES                                | 8                            | 5                                       | 108   |

| <b>IV Meeting of Committees</b>                     |  |                              |  |   |   |
|---|--|------------------------------|--|---|---|
| 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<br>27.05.2024                       | Audit Committee – Yes                        | 4                            | 3  | Audit Committee<br>08.02.2024                       | 108   |
| Stakeholders Relationship Committee<br>NIL          | Stakeholders Relationship Committee– Yes     |                              |  | Stakeholders Relationship Committee<br>08.02.2024   |   |
| Nomination and Remuneration Committee<br>27.05.2024 | Nomination and Remuneration Committee – Yes  | 4                            | 3  | Nomination and Remuneration Committee<br>NIL        |   |

| <b>V. Related Party Transactions</b>  |   |
|---|---|
| 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  | YES   |
| Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | NO  |
| Date of the event   | Brief details of the event                      |
|   | NIL   |

| <b>VI. Affirmations</b>  |     |
|--|-----|
| 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 in 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 |
| <b>Name &amp; Designation</b>  |     |
| <b>R MAHADEVAN</b><br>Company Secretary & Compliance Officer   |     |