

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **The Grob Tea Company Limited**
2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | Date of Birth | No. of Directors hip in listed entities including this listed entity | No of Independent Directors hip in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Membership in Committees of the Company | Remarks |
|----------------|-----------------------------|----------|------------|--|--------------|-----------------------------|---------------------|-------------------|--------|---------------|--|---|---|--|---|---------|
| Mr. | Mukesh Kumar Agarwal | 00697746 | ACSPA5049H | NED | | 26-Aug-2009 | 26-Aug-2009 | | | 23-Apr-1972 | 1 | 0 | 0 | 1 | SC,NRC | |
| Mr. | Pradeep Kumar Agarwal | 00703745 | ACSPA5048G | C & ED | MD | 26-Aug-2009 | 01-Apr-2017 | | | 21-Dec-1970 | 1 | 0 | 1 | 0 | SC | |
| Mr. | Indu Bhusan Sharaf | 00047266 | ALSPS1966L | ED | | 27-May-2009 | 29-May-2017 | | | 20-May-1950 | 1 | 0 | 2 | 0 | AC,SC | |
| Mr. | Purushottam Jagannath Bhide | 00012326 | AEKPB2976E | ID | | 30-May-2014 | 30-May-2017 | | 64 | 21-Jun-1934 | 7 | 7 | 3 | 5 | AC,NRC | |
| Mr. | Harishandra Maneklal Parekh | 00026530 | AFVPP3500N | ID | | 30-May-2014 | 30-May-2017 | | 64 | 23-Mar-1937 | 7 | 7 | 4 | 4 | AC,NRC | |
| Mrs. | Priyanka Singhania | 07195629 | ACQPC9037M | ID | | 28-May-2015 | 28-May-2018 | | 52 | 12-Mar-1982 | 1 | 1 | 1 | 0 | SC | |
| Mr. | Sanjay Kumar Agarwal | 00189691 | AESPA7314R | ID | | 25-May-2016 | 23-May-2019 | | 40 | 05-Nov-1968 | 2 | 2 | 1 | 0 | AC,NRC | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | No |

ii. Composition of Committees

a. Audit Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|------------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | Indu Bhusan Sharaf | ED | Member | 30-May-2014 | |
| 2 | Harischandra Maneklal Parekh | ID | Member | 30-May-2014 | |
| 3 | Sanjay Kumar Agarwal | ID | Member | 25-May-2016 | |
| 4 | Purushottam Jagannath Bhide | ID | Chairperson | 30-May-2014 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | Priyanka Singhania | ID | Member | 29-Sep-2018 | |
| 2 | Indu Bhusan Sharaf | ED | Member | 30-May-2014 | |
| 3 | Mukesh Kumar Agarwal | NED | Chairperson | 30-May-2014 | |
| 4 | Pradeep Kumar Agarwal | C & ED | Member | 30-May-2014 | |

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|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|

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| Company Remarks | |
| Whether Permanent chairperson appointed | |

d. Nomination and Remuneration Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|------------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | Harischandra Maneklal Parekh | ID | Chairperson | 25-May-2016 | |
| 2 | Sanjay Kumar Agarwal | ID | Member | 30-May-2014 | |
| 3 | Mukesh Kumar Agarwal | NED | Member | 10-Oct-2017 | |
| 4 | Purushottam Jagannath Bhide | ID | Member | 30-May-2014 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

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 |
|--|--|--|------------------------------------|--|
| 23-May-2019 | 13-Aug-2019 | Yes | 7 | 4 |

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|---|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 81 |

iv. Meeting of Committees

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|------------------------------|---|--|---|------------------------------------|--|
| Audit Committee | 23-May-2019 | 13-Aug-2019 | Yes | 4 | 3 |

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|--|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 81 |

v. **Related Party Transactions**

| <i>Subject</i> | <i>Compliance status (Yes/No/NA)</i> | <i>Remark</i> |
|--|--|---------------|
| Whether prior approval of audit committee obtained | Yes | |
| Whether shareholder approval obtained for material RPT | Not Applicable | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

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| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions | |
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VI. **Affirmations**

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) - **Not applicable**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **KRITIKA MOHATA**
Designation : **Company Secretary**

ANNEXURE III

Affirmations

| <i>Broad Heading</i> | <i>Regulation Number</i> | <i>Compliance Status</i> | <i>Company Remark</i> |
|--|--------------------------------------|--------------------------|-----------------------|
| 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 | |
| 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 Stakeholder 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 | |

Note:

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Name : KRITIKA MOHATA
Designation : Company Secretary