

**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 - **31-Mar-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	Date of Appointment	Date of cessation	Tenure	No of Directorship 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	Memberships in Committees of the Company	Remarks
Mr.	Mukesh Kumar Agarwal	00697746	ACSPA5049H	NED		26-Aug-2009			1	0	1	SC,NRC	
Mr.	Pradeep Kumar Agarwal	00703745	ACSPA5048G	C & ED	MD	01-Apr-2017			1	1	0	SC	
Mr.	Indu Bhusan Sharaf	00047266	ALSPS1966L	ED		27-May-2009			1	2	0	AC,SC	
Mr.	Purushottam Jagannath Bhide	00012326	AEKPB2976E	ID		30-May-2014		58	7	3	5	AC,NRC	
Mr.	Harishandra Maneklal Parekh	00026530	AFVPP3500N	ID		30-May-2014		58	9	5	5	AC,NRC	
Mrs.	Priyanka Singhania	07195629	ACQPC9037M	ID		28-May-2015		46	1	1	0	SC	
Mr.	Sanjay Kumar Agarwal	00189691	AESPA7314R	ID		25-May-2016		34	2	1	0	AC,NRC	

Company Remarks	
Whether Permanent chairperson appointed	No

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>
14-Nov-2018	13-Feb-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. **Meeting of Committees**

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Requirement of Quorum met (details)</b>	<b>Whether requirement of Quorum met (Yes/No)</b>
Audit Committee	14-Nov-2018	13-Feb-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	

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 II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	Company Remark	Website
Details of business	Yes		www.grobtea.com
Terms and conditions of appointment of	Yes		www.grobtea.com
Composition of various committees of	Yes		www.grobtea.com
Code of conduct of board of directors and	Yes		www.grobtea.com
Details of establishment of vigil mechanism/	Yes		www.grobtea.com
Criteria of making payments to non-	Yes		www.grobtea.com
Policy on dealing with related party	Yes		www.grobtea.com
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		www.grobtea.com
Contact information of the designated officials of the listed	Yes		www.grobtea.com
email address for grievance redressal and	Yes		www.grobtea.com
Financial results	Yes		www.grobtea.com
Shareholding pattern	Yes		www.grobtea.com
Details of agreements entered into with the media companies and/or	Not Applicable		
New name and the old name of the listed	Not		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	

<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) &	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

<b>Other Information</b>	
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### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

<b>Other Information</b>	
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**Name** : KRITIKA MOHATA  
**Designation** : Company Secretary