



26<sup>th</sup> May, 2022

To,  
The Secretary  
National Stock Exchange of India  
Limited  
Exchange Palza Bandra Kurla  
Complex Mumbai - 400051  
ISIN : INE646C01018

To,  
The Secretary  
The Calcutta Stock Exchange Limited  
7 Lyons Range,  
Kolkata - 700 001  
ISIN : INE646C01018

Dear Sir,

Sub : Outcome of the Board Meeting dated 26<sup>th</sup> May, 2022

Meeting Commencement Time	04:00P.M
Meeting Conclusion Time	06:10P.M

1. **Audited Financial Results for the quarter and year and year ended 31<sup>st</sup> March, 2022.**

Board has approved Audited Financial Results for the quarter and year ended 31<sup>st</sup> March, 2022.

Pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015 we enclose the following:

- a. Audited Financial Results of the Company for the quarter and year ended 31<sup>st</sup> March, 2022 along with Audit Report.

2. **Declaration of Dividend**

Board has approved to Declare Dividend at Rs. 2/- per share for the Financial Year 31<sup>st</sup> March, 2022.

3. **Re Designated Mr Mukesh Kumar Agarwal Non Executive Director as an Executive Director**

On the recommendation of Nomination and Remuneration Committee the Board has approved to re-designate Mr Mukesh Kumar Agarwal as an Executive Director of the Company w.e.f 1<sup>st</sup> June 2022 subject to approval of the shareholders at the Annual General Meeting.

4. **Appointment of Additional Director**

Based on recommendation of Nomination and Remuneration Committee, the Board of the Company has appointment of Mrs. Indra Agarwal ( DIN : 00704025 ) as an additional director in the capacity of Non-Executive non Independent Director with effect 26<sup>th</sup> May 2022.



SN.	Requirement	Disclosure - I
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment as Non-Executive Non Independent Director
2.	Date of appointment/ cessation & term of appointment	W.e.f 26 <sup>th</sup> May 2022 to hold office till the conclusion of the ensuing Annual General Meeting of the Company
3.	Brief Profile	Mrs Indra Agarwal is Graduate in commerce. She is having more than 10 years of experience in tea industry and different business units of the Rawalwasia Group. Her shoulders responsibility for business strategies and decision making of various companies of the group.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Wife of Mr Pradeep Kumar Agarwal
5.	Information as required under circular NSE/CML/2018/24 issued by NSE	Mrs. Indra Agarwal is not debarred from holding the office of director by virtue of any SEBI order or any other such authority..

**5. Resignation of Mr. Devraj Agarwal as an Additional Director of the Company :**

Pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby inform you that Mr. Devraj Agarwal has tendered his resignation as Additional Director of the Company and the Board has accordingly considered and accepted the same today. Mr. Devraj Agarwal will be relieved from the services of the Company effective from 26<sup>th</sup> May, 2022.

Further, the Company hereby confirm that there are no material reasons for his resignation other than those mentioned in his resignation letter and the copy same of the same is enclosed herewith.

Information as required under Regulation 30 - Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 -

SN.	Requirement	Disclosure - I
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Resignation of Mr. Devraj Agarwal as an Additional Director of the Company.
2.	Date of appointment/ cessation & term of appointment	Resignation will take effect from end of day - 26.05.2022
3.	Brief Profile	Not applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not applicable





**6. Approval of reconstitution of Committees of Board of Directors -**

Consequent to the changes in the Composition of Board of Director of the Company, the Board of Directors have approved the reconstitution of certain committees of the BOD with effect from 1<sup>st</sup> April 2022 as under -

I. The BOD has reconstituted the Stakeholder Relationship Committee as under -

Sl. No	Name of the Member	Designation in Committee
1.	Priyanka Singhania	Chairman
2.	Indra Agarwal	Member
3.	Pradeep Kumar Agarwal	Member
4.	Mukesh Kumar Agarwal	Member

**7. Re - Appointment of Secretarial Auditor**

The Board have approved the re - appointment of the Secretarial Auditor, M/s MR & Associates, Partnership Firm of 46, B B Ganguly Street, 4<sup>th</sup> Floor, R. No: - 6, Kolkata - 700 012 for the Financial Year 2022- 2023 in accordance with Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015

S.No	Particulars	M/s MR & Associates, Practising Company Secretary
1	Reason for Change Viz., appointment. Resignation, removal, death or otherwise;	Re - ppointment : M/s MR & Associates, Practising Company Secretary
2	Date of Appointment/ cessation(as applicable) & terms of appointment	26.05.2022 CS Tanvee, Partner of M/s MR & Associates , Practicing Company Secretaries is appointed as Secretarial Auditor of the Company.
3	Brief profile (in case of appointment)	Name of Auditor: CS Tanvee, partner of M/s MR & Associates Office Address: 46, B B Ganguly Street, 4 <sup>th</sup> Floor, R. No: - 6, Kolkata - 700 012 Email: goenkamohan@gmail.com Field of Experience: Having good working experience and proficiency in all matters related to company law, SEBI and various other business laws. Terms of appointment: Conduct Secretarial Audit



		for Financial Year 2022 - 2023.  <b>About the auditor:</b> CS Tanvee (ACS) is an Associate Member of The Institute of Company Secretaries of India (ICSI). Having good working experience and proficiency in all matters related to company law, SEBI and various other business laws and have command over compliance management with respect to statutory reporting and other statutory requirements.
4	<b>Disclosure of relationships between directors (in case of appointment of a director).</b>	None

**8. Appointment of Auditor of the Company.**

The Board have approved the appointment of Chartered Accountant, M/s Garv & Associates, Partnership Firm of 8, Camac Street, Shantinekatan Building, 4<sup>th</sup> Floor, Unit 403, Kolkata - 700017 as a statutory auditor of the Company for a period of 5 years from Financial Year 2022-23 in place of M/s Dhandhanian & Associates, Chartered Accountant, who have completed their tenure as statutory auditor, in terms of the provisions of the Companies Act, 2013 read with its applicable rules, subject to approval at the forthcoming Annual General Meeting.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015

S.No	Particulars	M/s Garv & Associates, Practising Chartered Accountant
1	Reason for Change Viz., appointment. Resignation, removal, death or otherwise;	Term Completed : Dhanadhanian & Associates New Auditor - M/s Garv & Associates
2	Date of Appointment/cessation(as applicable) & terms of appointment	26.05.2022  CA Sundeep Sharma, Partner of M/s Garv & Associates , Practicing Chartered Accountant is appointed as Auditor of the Company.
3	Brief profile (in case of appointment)	Name of Auditor: CA Sundeep Sharma, partner of M/s Garv & Associates  Office Address: 8, Camac Street, Shantinekatan Building, 4 <sup>th</sup> Floor, Unit 403, Kolkata - 700017  Email: info@garva.com  Field of Experience: Having good working experience and proficiency in all matters related to company law, SEBI, Taxtion and various other business laws.  Terms of appointment: Conduct Audit for Financial Year 2022 - 2027.





		<b>About the auditor:</b> CA Sundeep Sharma is an Associate Member of The Institute of Chartered Accountant of India (ICAI). Having good working experience and proficiency in all matters related to taxation, labour laws, SEBI and various other business laws and have command over compliance management with respect to statutory reporting and other statutory requirements.
4	<b>Disclosure of relationships between directors (in case of appointment of a director).</b>	None

**9. Non Compliance Letter from National Stock Exchange:**

The Chairman placed before the Board the Letter dated 20<sup>th</sup> May, 2021 vide letter number NSE/LIST-SOP/COMB/FINES/0823 regarding non Compliance of Regulation 17(1) and 17(1A) of SEBI (Listing Obligations and Disclosures Requirement) Regulation, 2015.

The Board noted that the violation of Regulation 17(1)(b) and Regulation 17(1A) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 took place when the compliance officer of the company was on the maternity leave as she had her child on 26<sup>th</sup> January, 2022. The Office was working with 50% staff due to Omicron Wave. The Board was not aware of the compliance provisions, less of manpower and non-availability of a Compliance officer which led to such a mistake. Therefore, the Board ask the concerned officer to file an application to NSE .to seek waiver of penalty imposed.

Kindly take the above information on record as compliance with applicable regulations of SEBI LODR Regulation, 2015.

Kindly acknowledge the receipts and take on the record.

Thanking You,

Yours Faithfully,

For the Grob Tea Co. Ltd.

KRITIKA  
MOHATA

Kritika Mohata  
(Company Secretary)



Digitally signed  
by KRITIKA  
MOHATA  
Date: 2022.05.28  
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