

pc

**QUARTER ENDED CORPORATE GOVERNANCE REPORT U/R 27(2) OF SEBI(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

1. Name of Listed Entity: **JAMES WARREN TEA LIMITED**

2. Quarter ending: **30/06/2017**

**ANNEXURE I**

<b>I. Composition of Board of Directors</b>								
Title (Mr./Ms)	Name of the Directors	PAN & DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure	No. of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of memberships 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.	Anil Kumar Ruia	ALTPR7011E/00236660	Chairperson – Non Executive Director	24.09.2012	----	01	-	-
Mr.	Akhil Kumar Ruia	BDPPR7921C/03600526	Whole-time Director	01.07.2015	----	01	02	-
Mr.	Sudeep Kumar Ahluwalia	ADEPA8294K/07797775	Whole-time Director	21.04.2017	----	01	01	-
Mr.	Rakesh Kumar Srivastava	AGCPS0030L/07225856	Whole-time Director	08.07.2015 & ceased w.e.f. 21.04.2017	----	01	01	-
Mr.	Abhiram Kastur Sheth	AAGPS7535L/00473105	Non-Executive - Independent Director	01.04.2014	39 months	01	-	-
Mr.	Arup Kumar Chowdhuri	ABVPC0965C/00997826	Non-Executive - Independent Director	01.04.2014	39 months	01	01	-
Mr.	Harshvardhan Saraf	BHUPS8704D/02901233	Non-Executive - Independent Director	01.04.2014	39 months	01	02	01
Mr.	Rajendra Kumar Kanodia	AAIPK4932B/00101022	Non-Executive - Independent Director	01.04.2014	39 months	01	01	01
Ms.	Sucharita Basu De	AIYPB6055A/06921540	Non-Executive - Independent Director	01.10.2014	33 months	01	-	-
<b>II. Composition of Committees</b>								
Name of Committee			Name of Committee members			Category (Chairperson /Executive / Non- Executive / Independent / Nominee)		



1. Audit Committee	Mr. Rajendra Kumar Kanodia	Non-Executive - Independent Director-Chairperson	
	Mr. Akhil Kumar Ruia	Whole-time Director-Member	
	Mr. Arup Kumar Chowdhuri	Non Executive- Independent Director - Member	
	Mr. Harshvardhan Saraf	Non Executive- Independent Director - Member	
2. Nomination & Remuneration Committee	Mr. Arup Kumar Chowdhuri	Non-Executive - Independent Director-Chairperson	
	Mr. Akhil Kumar Ruia	Whole-time Director-Member	
	Mr. Abhiram Kastur Sheth	Non-Executive- Independent Director-Member	
	Mr. Harshvardhan Saraf	Non-Executive- Independent Director-Member	
3. Risk Management Committee (if applicable)	N.A.		
4. Stakeholders Relationship Committee'	Mr. Harshvardhan Saraf	Non-Executive - Independent Director- Chairperson	
	Mr. Akhil Kumar Ruia	Whole-time Director-Member	
	Mr. Sudeep Kumar Ahluwalia	Whole-time Director-Member	
<b>III. Meeting of Board of Directors</b>			
<i>Date(s) of Meeting(if any) in the previous quarter</i>	<i>Date(s) of Meeting(if any) in the relevant quarter</i>	<i>Maximum gap between any Two consecutive meetings (in number of days)</i>	
10 <sup>th</sup> February, 2017	13 <sup>th</sup> April, 2017 29 <sup>th</sup> May, 2017	61 45	
<b>IV. Meeting of Committees- AUDIT COMMITTEE</b>			
<i>Date(s) of meeting of The committee in the relevant quarter</i>	<i>Whether Requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the Committee in the previous quarter</i>	<i>Maximum gap between Any two consecutive meetings in number of days*</i>
29 <sup>th</sup> May, 2017	Yes <b>Present:</b> Mr. Rajendra Kumar Kanodia - Chairperson, Mr. Arup Kumar Chowdhuri - Member Mr. Akhil Kumar Ruia - Member	10 <sup>th</sup> February, 2017	107
<b>Meeting of Committees- NOMINATION &amp; REMUNERATION COMMITTEE</b>			
13 <sup>th</sup> April, 2017	Yes <b>Present:</b> Mr. Arup Kumar Chowdhuri – Chairperson, Mr. Akhil Kumar Ruia - Member	NIL	-
<b>Meeting of Committees- STAKEHOLDERS RELATIONSHIP COMMITTEE</b>			



29 <sup>th</sup> May, 2017	Yes <b>Present:</b> Mr. Akhil Kumar Ruia – Member Mr. Sudeep Kumar Ahluwalia – Member	10 <sup>th</sup> February, 2017 16 <sup>th</sup> March, 2017	
----------------------------	--	---	--

\* Maximum Gap between any two consecutive meetings in number of days have been provided for **Audit Committee only** as required under SEBI (Listing Obligations and Disclosures Requirements), Regulations 2015.



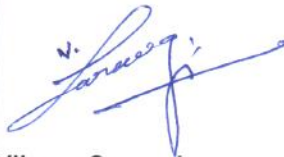


<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status(Yes/No/NA)</i>
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

**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) – N.A.
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: No comments/observations/advice of Board of Directors have been made.

**For James Warren Tea Limited**



**Vikram Saraogi  
Compliance Officer**

