



James Warren Tea Limited

CIN : L15491AS2009PLC009345

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E-mail : investors@jameswarrentea.com, Website : www.jameswarentea.com

Date: October 05, 2018

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code : 538564	The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata –700 001. Scrip Code : 020263
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Sub: Compliance Report on Corporate Governance for the quarter and half year ended on 30th September 2018, as per Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

Please find enclosed the Compliance Report on Corporate Governance, for the quarter and half year ended 30th September 2018, **Annexure I** and **Annexure III** respectively, as per Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

For James Warren Tea Limited

Gyanendra Singh
Company Secretary & Compliance Officer



Encl: as above

Quarter and Half Yearly 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

Annexure I

2. Quarter ending:

30th September, 2018

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure (in months)	No. of Directorship in the listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in the Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in the Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Anil Kumar Ruia	PAN-ALTPR7011E DIN - 00236660	Chairperson-Non Executive Director	24.09.2012	-	1	Nil	Nil
Mr.	Akhil Kumar Ruia	PAN-BDPPR7921C DIN-03600526	Wholesale Director	01.07.2018	-	1	2	Nil
Mr.	Sudeep Kumar Ahluwalia	PAN-ADEPA8294K DIN-07797775	Wholesale Director	21.04.2018	-	1	1	Nil
Mr.	Abhiram Kastur Sheth	PAN-AAGPS7535L DIN-00473105	Non-Executive-Independent Director	01.04.2014	54 months	1	Nil	Nil
Mr.	Arup Kumar Chowdhuri	PAN-ABVPC0965C DIN-00997826	Non-Executive-Independent Director	01.04.2014	54 months	1	2	2
Mrs.	Sucharita Basu De	PAN-AIYPB6055A DIN-06921540	Non-Executive-Independent Director	01.10.2014	48 months	2	2	Nil

Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Mr. Arup Kumar Chowdhuri	Non-Executive-Independent Director-Chairperson
	Mr. Akhil Kumar Ruia	Wholesale Director-Member
	Mrs. Sucharita Basu De	Non-Executive-Independent Director-Member
2. Nomination & Remuneration Committee	Mr. Arup Kumar Chowdhuri	Non-Executive-Independent Director-Chairperson
	Mr. Akhil Kumar Ruia	Wholesale Director-Member
	Mr. Abhiram Kastur Sheth	Non-Executive-Independent Director-Member
	Mrs. Sucharita Basu De	Non-Executive-Independent Director-Member



3. Risk Management Committee(if applicable)		Not Applicable	
4. Stakeholders' Relationship Committee		Mr. Arup Kumar Chowdhuri	Non-Executive-Independent Director-Chairperson
		Mr. Akhil Kumar Ruia	Wholetime Director-Member
		Mr. Sudeep Kumar Ahluwalia	Wholetime Director-Member
5. Corporate Social Responsibility Committee		Mr. Sudeep Kumar Ahluwalia	Wholetime Director-Chairperson
		Mr. Akhil Kumar Ruia	Wholetime Director-Member
		Mr. Arup Kumar Chowdhuri	Non-Executive-Independent Director-Member
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	
17th May, 2018		14th August, 2018	
		Maximum gap between any two consecutive (in number of days)	
		88	
IV. Meeting of Committees - Audit Committee			
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	*Maximum gap between any two consecutive (in number of days)
14th August, 2018	Yes Present: Mr. Arup Kumar Chowdhuri - Chairman Mr. Akhil Kumar Ruia – Member Mr. Sucharita Basu De – Member	17th May, 2018	88
Meeting of Committees - Nomination & Remuneration Committee			
Meeting of Committees - Stakeholders' Relationship Committee			
12th July, 2018	Yes Present: Mr. Arup Kumar Chowdhuri - Chairman Mr. Akhil Kumar Ruia – Member	17th May, 2018	
* 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.			
V. Related Party Transaction			
Subject		Compliance Status (Yes/No/NA)	
Whether prior approval of audit committee obtained		NA	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		NA	



VI. Affirmation



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 top 100 listed entites) - NA
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. - Yes and No comments/observations/advice of Board of Directors has been made.

For James Warren Tea Limited



Gyanendra Singh
Company Secretary & Compliance Officer



Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA). Please refer note below.
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
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C Of Schedule V	Yes
* Business Responsibility Report is not applicable to the Company. Therefore, it is not included in the Annual Report.		
<p>For James Warren Tea Limited</p> <p></p> <p>Gyanendra Singh Company Secretary & Compliance Officer</p> <p></p>		