

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 and half year ending: **31/12/2017**

ANNEXURE I

I. Composition of Board of Directors								
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.	Abhiram Kastur Sheth	AAGPS7535L/00473105	Non-Executive - Independent Director	01.04.2014	45 months	01	-	-
Mr.	Arup Kumar Chowdhuri	ABVPC0965C/00997826	Non-Executive - Independent Director	01.04.2014	45 months	01	02	01
Mr.	Rajendra Kumar Kanodia	AAIPK4932B/00101022	Non-Executive - Independent Director	01.04.2014	45 months	01	01	01
Ms.	Sucharita Basu De	AIYPB6055A/06921540	Non-Executive - Independent Director	01.10.2014	39 months	02	02	-

II. Composition of Committees		
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



	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	Whole-time Director-Member
	Mr. Abhiram Kastur Sheth	Non-Executive- Independent Director-Member
	Ms. Sucharita Basu De	Non Executive- Independent Director - Member
3. Risk Management Committee (if applicable)	N.A.	
4. Stakeholders Relationship Committee	Mr. Arup Kumar Chowdhuri	Non-Executive - Independent Director- Chairperson
	Mr. Sudeep Kumar Ahluwalia	Whole-time Director-Member
	Mr. Akhil Kumar Ruia	Whole-time Director-Member
5. Corporate Social Responsibility Committee	Mr. Sudeep Kumar Ahluwalia	Whole-time Director-Member-Chairperson
	Mr. Akhil Kumar Ruia	Whole-time Director-Member
	Mr. Arup Kumar Chowdhuri	Non-Executive - Independent Director-Member

III. Meeting of Board of Directors

<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>
9 th September, 2017	18 th November, 2017	69 days

IV. Meeting of Committees- AUDIT COMMITTEE

<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>
18 th November, 2017	Yes Present: Mr. Arup Kumar Chowdhuri - Member Mr. Akhil Kumar Ruia- Member Ms. Sucharita Basu De - Member	9 th September, 2017	69 days

Meeting of Committees- NOMINATION & REMUNERATION COMMITTEE

		9 th September, 2017	
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Meeting of Committees- STAKEHOLDERS RELATIONSHIP COMMITTEE

18 th November, 2017	Yes Present: Mr. Arup Kumar Chowdhuri - Chairman Mr. Akhil Kumar Ruia – Member	9 th September, 2017	-
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* 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 Transactions	
Subject	Compliance status (Yes/No/NA)
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



GYANENDRA SINGH
Company Secretary

