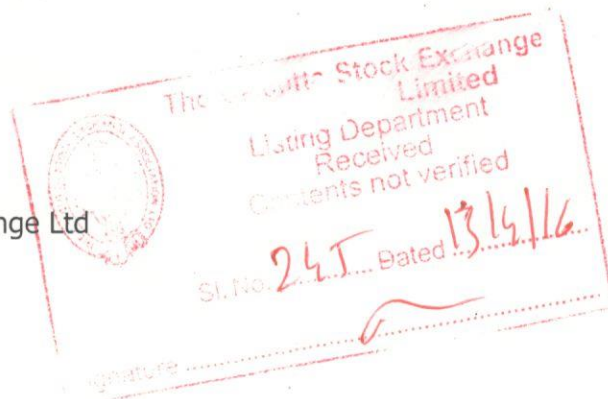




THE GROB TEA CO. LTD.

13th April 2016

Calcutta Stock Exchange Ltd
7 Lyons Range
Kolkata 700 001



Dear Sir,

Re: Corporate Governance – Compliance Report – March 2016

Pursuant to Regulation 27(2)(a) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are enclosing herewith the Compliance Report on Corporate Governance for the quarter and year ended 31st March 2016.

This is for your information and record.

Yours faithfully,
For The Grob Tea Co. Ltd.


(CFO & Company Secretary)

Encl: as above

Quarterly Report on Corporate Governance

Name of Listed Entity : The Grob Tea Company Limited

2. Quarter Ending: 31st March, 2016

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*	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.	Pradeep Kumar Agarwal	PAN : ACSPA5048G, DIN : 00703745	Non - Executive Director	26/08/2009	-	1	-	-
Mr.	Mukesh Kumar Agarwal	PAN : ACSPA5049H, DIN : 00697746	Non - Executive Director	26/08/2009	-	1	-	-
Mr.	Indu Bhusan Sharaf	PAN : ALSPS1966L, DIN : 00047266	Executive Director	27/05/2009	-	1	-	-
Mr.	Purushottam Jagannath Bhide	PAN: AEKPB2976E, DIN: 00012326	Non - Executive Independent Director	30/05/2014	3 (w.e.f . 30.05.2014)	8	-	3
Mr.	Harischandra Maneklal Parekh	PAN : AFVPP3500N, DIN : 00026530	Non - Executive Independent Director	30/01/2006	3 (w.e.f . 30.05.2014)	9	5	6
Mrs.	Priyanka Singhania	PAN : ACQPC9037M, DIN: 07195629	Non - Executive Independent Director	15/09/2015	3 (w.e.f . 30.05.2015)	1	-	-

§ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees		
Name of Committee	Name of Committee	Category (Chairperson/Executive/Non-Independent)
1. Audit Committee	Mr. P J Bhide	Chairperson-Non Executive Independent
	Mr. H Parekh	Non - Executive Independent Director
	Mr. I B Sharaf	Executive Director
2. Nomination & Remuneration Committee	Mr. H Parekh	Chairperson-Non Executive
	Mr. P J Bhide	Non - Executive Independent Director
	Mr. P K Agarwal	Executive Director
3. Risk Management Committee(if applicable)		N.A.
4. Stakeholders Relationship Committee	Mr. M K Agarwal	Non Executive Director
	Mr. P K Agarwal	Chairperson-Non Executive Director
	Mr. I B Sharaf	Executive Director

Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of the Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
14.11.2015	10.02.2016	88 Days

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter (Audit Committee)	Whether Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
10.02.2016	Yes . All the members of the Audit Committee were present.	14.11.2015	88 Days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	N.A. (No such transaction entered)
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

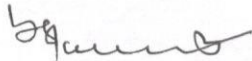
Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
 - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report shall be placed in the next Board of Directors meeting

For The Grob Tea Company Limited



(B L Patawari)
Chief Financial Officer & Company Secretary