



THE GROB TEA CO. LTD.

5th October 2015

The Secretary
Calcutta Stock Exchange Ltd.
7 Lyons Range
Kolkata 700 001



Dear Sir,

As per clause 49 of the listing agreement, enclosed please find herewith "Quarterly Compliance Report on Corporate Governance" for the quarter ended 30th September 2015 in duplicate.

Please acknowledge.

Yours faithfully,
For: The Grob Tea Co. Ltd.,


(CFO & Company Secretary)

Encl: as above.



THE GROB TEA CO. LTD.

Quarterly Compliance Report on Corporate Governance

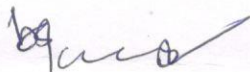
Name of the Company: THE GROB TEA COMPANY LIMITED

Quarter ending on : SEPTEMBER 30, 2015

| Particulars | Clause of Listing agreement | Compliance Status Yes/No/NA | Remarks |
|---|-----------------------------|-----------------------------|---|
| II. Board of Directors | 49 (II) | | |
| (A) Composition of Board | 49 (II A) | Yes | |
| (B) Independent Directors | 49 (II B) | Yes | |
| (C) Non-executive Directors' compensation & disclosures | 49 (II C) | Yes | Except sitting fees for attending Board/ Committee meetings non - executive directors including independent directors are not getting any remuneration. |
| (D) Other provisions as to Board and Committees | 49 (II D) | Yes | |
| (E) Code of Conduct | 49 (II E) | Yes | |
| (F) Whistle Blower Policy | 49 (II F) | Yes | |
| III. Audit Committee | 49 (III) | | |
| (A) Qualified & Independent Audit Committee | 49 (III A) | Yes | |
| (B) Meeting of Audit Committee | 49 (III B) | Yes | |
| (C) Powers of Audit Committee | 49 (III C) | Yes | |
| (D) Role of Audit Committee | 49 (III D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (III E) | Yes | |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | |
| V. Subsidiary Companies | 49 (V) | NA | |
| VI. Risk Management | 49 (VI) | Yes | |
| VII. Related Party Transactions | 49 (VII) | Yes | |
| VIII. Disclosures | 49 (VIII) | Yes | |
| (A) Related party transactions | 49 (VIII IA) | Yes | There were no material related party transactions during the quarter .The RTP Policy has been |

| Particulars | Clause of Listing agreement | Compliance Status Yes/No/NA | Remarks |
|---|-----------------------------|-----------------------------|---|
| | | | uploaded on the website of the Company, viz., www.grobtea.com . Necessary disclosure thereof shall be made in the Annual Report 2015-16. |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | Yes | Relevant disclosure will be made in the Annual Report 2015-16 in due course. |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | Relevant disclosure will be made in the Annual Report 2015-16 in due course. |
| (D) Management | 49 (VIII D)) | Yes | Relevant disclosure will be made in the Annual Report 2015-16 in due course. |
| (E) Shareholders | 49 (VIII E) | Yes | Relevant disclosure will be made in the Annual Report 2015-16 in due course |
| (I) Proceeds from public issues, rights issue, preferential issues, etc | 49 (VIII I) | NA | |
| IX. CEO/CFO Certification | 49 (IX) | Yes | Relevant disclosure will be made in the Annual Report 2015-16 in due course. |
| X. Report on Corporate Governance | 49 (X) | Yes | Relevant disclosure will be made in the Annual Report 2015-16 in due course. |
| XI. Compliance | 49 (XI) | Yes | Relevant disclosure will be made in the Annual Report 2015-16 in due course |

For The Grob Tea Company Limited



B L Patawari
CFO & Company Secretary

Date: 05th October 2015