



JOONKTOLLEE TEA & INDUSTRIES LTD.

CIN NO. : L01132WB1900PLC000292

April 12, 2021

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

Dear Sir,

Sub: Compliance Report on Corporate Governance

We attach herewith the Quarterly Compliance Report on Corporate Governance as per Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the format specified (Annexure I) for the quarter ended March 31, 2021 & (Annexure II) for the year ended March 31, 2021.

Thanking You,

Yours faithfully,
For **JOONKTOLLEE TEA & INDUSTRIES LTD.**

Manager (Finance) & Company Secretary
Membership No. ACS 21047

Encl : As above.

	The Calcutta Stock Exchange Limited Listing Department Received Comments not verified
Sl. No. 31	Dated 13/4/21
Signature	

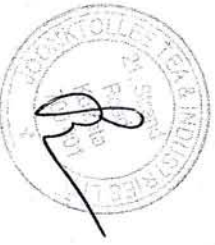
21, STRAND ROAD, KOLKATA - 700 001

☎ : +91 (33) 2230-9601 (4 lines), Fax : +91 (33) 2230 2105, E-mail: info@joonktolleetea.in, Website : www.joonktolleetea.in
TEA ESTATES : JOONKTOLLEE • JAMIRAH • NILMONI • GOOMANKHAN • PULLIKANAM • COFFEE ESTATE : COWCOODY
RUBBER ESTATES : CHEMONI • ECHIPARA & PUDUKAD

COMPLIANCE REPORT ON CORPORATE GOVERNANCE
(Pursuant of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

- Name of Listed Entity Joonkollee Tea & Industries Ltd
- Quarter ending 31st March, 2021

Composition of Board of Directors													
Sl. No.	Title	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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.	Hemant Bangur	ADEPB7059D 00040903	Chairman Non Executive	12-04-2000			-	21-04-1972	4	0	5	-
	Mrs.	Pushpa Devi Bangur	ADAPB2153Q 00685640	Non Executive	14-11-2011			-	30-05-1952	3	0	3	1
	Mr.	Navratan Bhairuratan D	AAAAPD4700E 00057401	Non Executive	26-08-2020			-	28-02-1948	2	0	-	-
	Mr.	M.K.Daga	ADLPD8792L 00123386	Independent Non Executive	28-11-1992	01-04-2019		24 months	06-01-1963	3	1	3	2
	Mr.	J.K.Surana	AJWPS3150Q 00582653	Independent Non Executive	31-07-2002	01-04-2019		24 months	03-10-1953	3	3	6	3
	Mrs.	Komal Bhojika	ADL.PB2334C 08845578	Independent Non Executive	26-08-2020			7 months	18-05-1988	1	1	-	-
	Yes No	Whether Regular Chairperson appointed Whether Chairperson is related to managing director or CEO											





II. Composition of Committees						
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	
1. Audit Committee	Yes	M.K. Daga J.K. Surana	C-I-NE I-NE	29-01-2008 30-01-2017		
2. Nomination & Remuneration Committee	Yes	Hemant Bangur M.K. Daga Hemant Bangur	NE I-NE NE	05-09-2017 29-01-2008 11-05-2011		
3. Risk Management Committee (if applicable)			Not Applicable			
4. Stakeholders Relationship Committee	Yes	Pushpa Devi Bangur Hemant Bangur	C-NE NE	20-07-2015 14-05-2018		
5. Issue & Allotment Committee	Yes	J.K. Surana Hemant Bangur	I-NE C-NE	15-05-2019 25-10-2008		
6. Rights Issue Committee	Yes	M.K. Daga Hemant Bangur M.K. Daga J.K. Surana	I-NE C-NE I-NE I-NE	25-10-2008 14-07-2020 14-07-2020 14-07-2020		

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	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Number of independent directors present	Maximum gap between any two consecutive (in number of days)
11.11.2020	11.02.2021	Yes	6	3	3	91

IV. Meeting of Committees						
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*	
1. Audit Committee 11.02.2021	Yes	3	2	11.11.2020	91	
2. Nomination & Remuneration Committee				15.10.2020		
3. Stakeholders Relationship Committee 25.03.2021	Yes	3	1			


* 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		Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Subject	Yes
Whether shareholder approval obtained for material RPT		Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities) :
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.
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.
5. This report shall be placed before Board of Directors in the ensuing Board Meeting.

Name & Designation

FOR JOONKOTLEE TEA & INDUSTRIES LTD.

 Manager (Fin) & Company Secretary

Company Secretary / Compliance Officer / Managing Director / CEO

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	N.A.	
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N.A	
New name and the old name of the listed entity	Yes	
Advertisements as per regulation 47 (1)	Yes	
Credit rating or revision in credit rating obtained	Yes	
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	
Materiality Policy as per Regulation 30	Yes	
Dividend Distribution policy as per Regulation 43A (as applicable)	N.A	
It is certified that these contents on the website of the listed entity are correct	Yes	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board Meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes



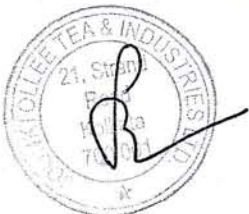
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Recommendation of Board</i>	17(11)	Yes
<i>Maximum number of Directorships</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Quorum of Nomination and Remuneration committee meeting</i>	19(2A)	Yes
<i>Meeting of Nomination and Remuneration committee</i>	19(3A)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Meeting of Stakeholder Relationship committee</i>	20(3A)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	N.A.
<i>Meeting of Risk Management Committee</i>	21(3A)	N.A.
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Yes
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes
<i>Alternate Director to Independent Director</i>	25(1)	N.A.
<i>Maximum Tenure</i>	25(2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes
<i>D & O Insurance for Independent Directors</i>	25(10)	N.A.
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes

Note

1. 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.

2. If status is "No" details of non-compliance may be given here.

3. If the Listed Entity would like to provide any other information the same may be indicated here.



III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

Name & Designation

FOR JOONKTOLLEE TEA & INDUSTRIES LTD.

Sharad Behera

Manager (Fin) & Company Secretary

Company Secretary / Compliance Officer / Managing Director / CEO