



# ASIAN TEA & EXPORTS LTD.

CIN No. L24219WB1987PLC041876

Sikkim Commerce House, 4/1, Middleton Street, Kolkata - 700 071

Tel: +91 33 2287 9732 / 7334, 4006 3601

Email: [info@asianteaexports.com](mailto:info@asianteaexports.com), Website: [www.asianteaexports.com](http://www.asianteaexports.com)

## ANNEX I

### Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: Asian Tea & Exports Limited
2. Quarter ending: 31<sup>st</sup> March 2022

I. Composition of Board of Directors												
Title (Mr / Ms)	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 [in reference to Regulation 17A(1)]	No of Independent Director'ship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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	Hariram Garg	PAN: ADXPG7936K DIN:00216053	Executive Director- Managing Director cum Chairperson related to Promoter	27-10-94	-	-	-	29-10-46	1	0	3	0
Mr	Sunil Garg	PAN: AECPG2888J DIN: 00216155	Executive Director	16-12-99	-	-	-	10-04-68	1	0	2	0
Mrs	Rama Garg	PAN: ADSPG1807G DIN:00471845	Executive Director	21-07-14	-	-	-	03-10-67	1	0	0	0
Mr	Akhil Kumar Manglik	PAN: AEWPM6855M DIN:01344949	Non-Executive – Independent Director	06-09-21	-	-	7	27-10-56	1	1	2	2
Mr	Sushil Kumar Nevatia	PAN: AACPN5020P DIN:06391023	Non-Executive – Independent Director	21-07-14	24-09-19	-	93	19-07-50	1	1	3	2
Mr	Ashok Chamaria	PAN: ACDPC4078K DIN: 00445605	Non-Executive – Independent Director	14-08-18			44	31-07-54	1	1	1	0







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Whether Regular chairperson appointed

Whether Chairperson is related to managing director or CEO

PAN 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	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/nonExecutive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee NO	NO	1. Ashok Chamaria,, Member	Non – Executive Independent Director	14-08-2018	-
		2. Sunil Garg, Member	Executive Director	16-12-1999	-
		3. Sushil Kumar Nevatia, Chairperson	Non – Executive Independent Director	21-07-2014	-
2. Nomination & Remuneration Committee	NO	1.Akhil Kumar Manglik, Chairman	Non – Executive Independent Director	06-09-2021	-
		2.Sushil Kumar Nevatia, Member	Non – Executive Independent Director	21-07-2014	-
		3.Ashok Chamaria, Member	Non – Executive Independent Director	14-08-2018	-
3. Risk Management Committee (if applicable)		NOT APPLICABLE			
4. Stakeholders Relationship Committee'	NO	1.Hariram Garg, Member	Executive- Managing Director	27-10-1994	-







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4. Share Transfer & Investor Grievances Committee		2.Sunil Garg, Member	Executive Director	16-12-1999	-
		3. Sushil Kumar Nevatia, Chairperson	Non – Executive Independent Director	21-07-2014	-
	NO	1. Hariram Garg, Member	Executive Director	27-10-1994	
		2.Sunil Garg, Member	Executive Director	16-12-1999	
		3.Sushil Kumar Nevatia , Chairperson	Non – Executive Independent Director	21-07-2014	

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

## 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*	Maximum gap between any two consecutive (in number of days)
		Yes / No			
29-12-2021	05-01-2022	Yes	6	3	6
	13-01-2022	Yes	6	3	7
	24-01-2022	Yes	6	3	10
	14-02-2022	Yes	6	3	20
	22-03-2022	Yes	5	3	35
	26-03-2022	Yes	4	3	3

\* to be filled in only for the current quarter meetings

## IV. Meetings of Committees

Name of Committee	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*
		Yes / No				







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Audit Committee	13-01-2022	YES	3	2	01-11-2021	72
Audit Committee	24-01-2022	YES	3	2		10
Audit Committee	14-02-2022	YES	3	2		20
Share Transfer & Grievance Committee	22-03-2022	YES	3	2	25-01-2021	

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

\*\*to be filled in only for the current quarter meetings

## 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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA

### 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





## ASIAN TEA & EXPORTS LTD.

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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 (as applicable)
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 and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

Name & Designation: Annu Jain

Company Secretary / Compliance Officer



**Note:** Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.





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## ANNEX I

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

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA) refer note below</b>	<b>If Yes provide link to website. If No / NA provide reasons</b>
<b>As per regulation 46(2) of the LODR:</b>		
a) Details of business	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
b) Terms and conditions of appointment of independent directors	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
c) Composition of various committees of board of directors	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
d) Code of conduct of board of directors and senior management personnel	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
e) Details of establishment of vigil mechanism/ Whistle Blower policy	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
f) Criteria of making payments to non-executive directors	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
g) Policy on dealing with related party transactions	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
h) Policy for determining 'material' subsidiaries	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
i) Details of familiarization programmes imparted to independent directors	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
j) Email address for grievance redressal and other relevant details	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
l) Financial results	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
m) Shareholding pattern	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
n) Details of agreements entered into with the media companies and/or their associates	NA	NA
o) 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	NA	NA
p) New name and the old name of the listed entity	NA	NA
q) Advertisements as per regulation 47 (1)	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
<b>As per other regulations of the LODR:</b>		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
b) Materiality Policy as per Regulation 30	YES	<a href="http://www.asianteaexports.com">www.asianteaexports.com</a>
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	NA
<i>It is certified that these contents on the website of the listed entity are correct.</i>		







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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), 17(1A) & 17(1B)	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
Performance Evaluation of Independent Directors	17(10)	YES
Recommendation of board	17(11)	YES
Maximum number of directorship	17A	YES
Composition of Audit Committee	18(1)	YES
Meeting of Audit Committee	18(2)	YES
Composition of Nomination & Remuneration Committee	19(1) & (2)	YES
Quorum of Nomination and Remuneration Committee meeting	19(2A)	YES
Meeting of Nomination & Remuneration Committee	19(3A)	YES
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	YES
Meeting of Stakeholder Relationship Committee	20 (3A)	YES







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Composition and role of Risk Management Committee	21(1), (2), (3), (4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	YES
Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	YES
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party Transactions	23(4)	YES
Disclosure of related party transactions on consolidated basis	23(9)	YES
Composition of Board of Directors of unlisted material Subsidiary	24(1)	YES
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	YES
Annual Secretarial Compliance Report	24(4)	YES
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	YES
Meeting of independent directors	25(3) & (4)	YES
Familiarization of independent directors	25(7)	YES
Declaration from Independent Director	25(8) & (9)	YES
Directors and Officers insurance	25(10)	NA
Memberships in Committees	26(1)	YES
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	YES
Disclosure of Shareholding by Non-Executive Directors	26(4)	YES
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	YES







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### Note

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

Name & Designation Annu Jain

*Annu Jain*

Company Secretary / Compliance Officer







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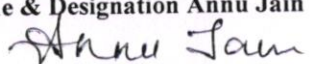
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### ANNEX III

#### Format to be submitted by listed entity at the end of 6 months from the close of financial year

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES
<b>Note</b> 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.		
Name & Designation Annu Jain  Company Secretary / Compliance Officer		







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## ANNEX IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Year ending – 31<sup>st</sup> March 2022

### I. Disclosure of Loans / guarantees / comfort letters / securities etc

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, inconnection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfortletter etc.)	Aggregate amount of issuance during sixmonths	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0







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KMPs or any other controlled  
entity by them

0

0

0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

### II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name & Designation:

Raj

Rajesh Garg

CFO







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### *Note*

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
  - a) *by a government company to/ for the Government or government company*
  - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
  - c) *by a banking company or an insurance company ; and*
  - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..*

