

**KANCO TEA & INDUSTRIES LIMITED**  
**CIN: L15491WB1983PLC035793**  
 Regd. Office: 3<sup>rd</sup> Floor, 31 Shakespeare Sarani  
 Kolkata-700 017

Website: www. kancotea.in, Email id: compliance@kancotea.in, Telefax: (033) 2281 5217

**Annexure I**

1. Name of Listed Entity: KANCO TEA & INDUSTRIES LIMITED
2. Quarter ending: 31<sup>st</sup> March, 2023

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* (in months)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship 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.	UMANG KANORIA	PAN:AGEPK6971A DIN:00081108	Chairperson – Executive – Managing Director	23/09/2013	01/08/2022	N.A	N.A	02/11/1959	4	2	7	2
Mrs.	ANURADHA KANORIA	PAN:AGCPK9176D DIN: 00081172	Executive- Whole time Director	23/07/2009	01/12/2019	N.A	N.A	16/08/1962	2	1	2	--
Mr.	GOVIND RAM BANKA	PAN:ADUPB3810C DIN: 00207385	Non-Executive Director	25/03/2010	N.A	N.A	N.A	10/07/1935	1	1	2	--
Mr.	NAVIN NAYAR	PAN: ABQPN3100K DIN: 00136057	Non-Executive-Independent Director	13/08/2014	13/08/2019	N.A	103.18	12/10/1962	5	4	6	5
MS.	SHRUTI SWAIKA	PAN: AXVPS1931J DIN: 07659238	Non-Executive-Independent Director	06/05/2022	06/05/2022	N.A	10.25	09/07/1986	1	1	0	0
Mr.	GOLAM MOMEN	PAN:AEXPM8914Q DIN: 00402662	Non-Executive-Independent Director	13/08/2014	13/08/2019	29/01/2023	101.16	06/06/1933	0	0	0	0
		Whether Regular chairperson appointed :YES										
		Whether Chairperson is related to managing director or CEO :YES										

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		<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&amp;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</i></p> <p><i>* 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.</i></p>
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<b>II. Composition of Committees</b>						
<i>Name of Committee</i>		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	1. Mr. Navin Nayar 2. Mr. Govind Ram Banka 3. Mr. Golam Momen	Chairperson-Independent-Non Executive Non-Executive Independent-Non-Executive	09/05/2014 09/05/2014 09/05/2014	-- -- 29/01/2023
2. Nomination & Remuneration Committee		Yes	1. Mr. Navin Nayar 2. Mr. Govind Ram Banka 3. Ms. Shruti Swaika 4. Mr. Golam Momen	Chairperson-Independent-Non Executive Non-Executive Independent-Non-Executive Independent-Non-Executive	14/02/2023 14/02/2011 14/02/2023 14/02/2011	-- -- -- 29/01/2023
3. Risk Management Committee (if applicable)			NOT APPLICABLE			
4. Stakeholders Relationship Committee'		Yes	1. Mr. Navin Nayar 2. Mrs. Anuradha Kanoria 3.Mr. Govind Ram Banka 4.Mr. Umang Kanoria	Chairperson –Non- Executive Director Executive-Whole time Director Non-Executive Executive-Managing Director	11/02/2019 09/05/2014 09/05/2014 11/02/2019	-- -- -- --
<i>&amp;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</i>						
<b>III. Meeting of Board of Directors</b>						
<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>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
14/11/2022	14/02/2023	Yes	5	2	91days	
<i>* to be filled in only for the current quarter meetings</i>						
<b>IV. Meetings of Committees</b>						

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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*
14/02/2023	Yes	2	1	14/11/2022	91days

\* 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**

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

**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.

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015-Yes. Mr.Golam Momen ceased to be a director w.e.f. 29/01/2023 due to death. The vacancy in the Board arising out of death of Mr.Golam Momen will be filled in within the stipulated time.
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. -Yes
6. Any comments/observations/advice of the board of directors may be mentioned here.-None

**For Kanco Tea & Industries Limited**



Charulata Kabra  
Company Secretary & Compliance Officer

Date:20.04.2023

Place: Kolkata

**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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**Annexure II**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA) refer note below</b>	
a)Details of business	Yes	
b)Terms and conditions of appointment of independent directors	Yes	
c)Composition of various committees of board of directors	Yes	
d)Code of conduct of board of directors and senior management personnel	Yes	
e)Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
f)Criteria of making payments to non-executive directors	Yes	
g)Policy on dealing with related party transactions	Yes	
h)Policy for determining 'material' subsidiaries	Yes	
i)Details of familiarization programmes imparted to independent directors	Yes	
j)Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
k)email address for grievance Redressal and other relevant details	Yes	
l)Financial results	Yes	
m)Shareholding pattern	Yes	
n)Details of agreements entered into with the media companies and/or their associates	N.A	
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.	N.A	
p) New name and the old name of the listed entity	N.A	
q)Advertisements as per Regulation 47(1)	Yes	
r)Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	
s)Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	
<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	
b) Materiality Policy as per Regulation 30	Yes	
c) Dividend Distribution Policy as per Regulation 43A(as applicable)	N.A	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes
		Mr. Golam Momen ceased to be a director w.e.f. 29/01/2023 due to death. The vacancy in the Board arising out of death of Mr. Golam Momen will be filled in within the stipulated time.
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Quorum of board meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes

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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 & remuneration committee	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	
Composition and role of risk management committee	21(1),(2),(3), (4)	N.A	
Meeting of risk management committee	21(3A)	N.A	
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)	Yes	
Approval for material related party transactions	23(4)	N.A	
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(A)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Directorship	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	
Director and Officers Insurance	25(10)	N.A	
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	

**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 : Yes

For **Kanco Tea & Industries Limited**



Charulata Kabra  
Company Secretary & Compliance Officer

Date:20.04.2023

Place: Kolkata

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**Annexure IV****Half year ending – 31<sup>st</sup> March, 2023****I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below**

(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, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	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
KMPs or any other entity controlled 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: yes

Name &amp; Designation: Subhra Kanta Parhi, CFO

**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.