Annexure 1

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1 Name of Listed Entity

Composition of Board of Directors

Diana Tea Company Limited

2 Quarter ending

31st December 2015

- 1	Composition of Board of Di						Charles and the Control of the Contr	
Title Mr. / Mrs.)	Name of the Director	PAN(S) & DIN	Category (Chairperson / Executive / Non- Executive/inde pendent/Nomin ee)	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(of Listing Regulations)
Mr.	Sandeep Singhania	AMAPS6652C & 00343837	Executive Director- Managing Director	27.08.2015	-	1	2	0
Mrs.	Sarita Singhania	AJMPS1886R & 00343786	Executive Director- Wholetime Director	11.11.2013	===	1	1	0
Mr.	H. M. Parekh	AFVPP3500N & 00026530	Non-Executive Independent Director	26.06.2015	6	7	5	5
Mr.	N. F. Tankariwala	ACYPT2364A & 00035400	Non-Executive Independent Director	26,06.2015	6	1	1	1
Mr.	Gautam Bhalla	AEMPB2411G & 00675609	Non-Executive Independent Director	26.06.2015	6	1	2	0
* to be directo	filled only for Independent Dire r is serving on Board of director Composition of Committee	ors of the listed entity in co	ns total period fro ontinuity without a	any cooling off po	eriod.	Category		
* to be directo	r is serving on Board of directo	ors of the listed entity in co	ns total period fro ontinuity without a	m which indeper any cooling off po- Name of Commembers	eriod.	Category (Chairperson/E		ns
* to be directo II Name	r is serving on Board of director	ors of the listed entity in co	ns total period fro	ny cooling off po	nittee	(Chairperson/E Executive/inde	Executive/Non- pendent/nominee ndependent-Non i	
* to be directo II Name	r is serving on Board of director Composition of Committee of Committee	ors of the listed entity in co	ns total period fro	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep	rittee rekh o Singhania	(Chairperson/E Executive/inde Chairperson- I Member- Exec	pendent/nominee ndependent-Non I utive Director- Ma	xecutive Director
to be directo	r is serving on Board of director Composition of Committee of Committee	ors of the listed entity in co	ns total period fro ontinuity without a	Name of Commembers 1.Mr. H. M. Pa	eriod. mittee rekh Singhania nkariwala	(Chairperson/E Executive/inde Chairperson- I Member- Exec Member- Non-	pendent/nominee ndependent-Non I	Executive Director naging Director endent Director
to be directo	r is serving on Board of director Composition of Committee of Committee	ors of the listed entity in co	is total period fro	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar	eriod. mittee rekh Singhania nkariwala Shalla	(Chairperson/E Executive/inde Chairperson- I Member- Exec Member- Non- Member- Non- Chairperson- I	pendent/nominee independent-Non I autive Director- Ma Executive-Independent- Non	Executive Director and Director and Ent Director endent Director Executive Director
* to be directo II Name	r is serving on Board of director Composition of Committee Committee Audit Committee Audit Committee	ors of the listed entity in co	is total period fro	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandee 3.Mr. N. F. Tar 4.Mr. Gautam f 1.Mr. H. M. Pa 2.Mr. N. F. Tar	eriod. mittee rekh p Singhania nikariwala nikariwala rekh nkariwala	(Chairperson/E Executive/inde Chairperson- In Member- Exec Member- Non- Chairperson- In Member- Non-	pendent/nominee ndependent-Non I utive Director- Ma Executive-Indepe Executive -Independent- Non Executive- Independent- Non Executive- Independent	Executive Director naging Director endent Director endent Director Executive Director endent Director
to be directo	r is serving on Board of director Composition of Committee Committee Audit Committee Audit Committee	ors of the listed entity in co	is total period fro	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam E	eriod. mittee rekh p Singhania nikariwala nikariwala rekh nkariwala	(Chairperson/E Executive/inde Chairperson- In Member- Exec Member- Non- Chairperson- In Member- Non-	pendent/nominee independent-Non I autive Director- Ma Executive-Independent- Non	Executive Director naging Director endent Director endent Director Executive Director endent Director
to be directors II Name	r is serving on Board of director Composition of Committee Committee Audit Committee Nomination & Remuneration	ors of the listed entity in co	is total period fro	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam E 2.Mr. Gautam S	rekh Singhania skariwala Shalla rekh Nariwala Nariwala Nariwala	(Chairperson/E Executive/inde Chairperson- li Member- Exec Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Chairperson- li Chairperson- l	pendent/nominee independent-Non I uttive Director- Ma Executive-Indepe Executive-Indepe independent- Non Executive- Indepe Executive- Independent- Non I Executive- Independent- Non I Executive- Independent- Non	executive Director anging Director indent Director endent Director Executive Director endent Director endent Director Executive Director Executive Director
to be directors II Name	r is serving on Board of director Composition of Committee Committee Audit Committee Nomination & Remuneration Risk Management Committee	ors of the listed entity in co	is total period fro	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam E 1.Mr. H. M. Pa 2.Mr. N. F. Tar 3.Mr.Gautam E 1.Mr. N. F. Tar	rekh Singhania skariwala Shalla N.A shariwala	(Chairperson/E Executive/inde Chairperson- li Member- Exec Member- Non- Member- Non- Member- Non- Member- Non- Chairperson- li Member- Non- Chairperson- li Member- Non-	pendent/nominee independent-Non I utive Director-Ma Executive-Indepe Executive-Indepe independent-Non Executive-Indepe Executive-Indepe independent-Non Executive-Independent-Non independent-Non Executive-Independent-Non	executive Director naging Director indent Director endent Director Executive Director endent Director endent Director endent Director endent Director endent Director Executive Director endent Director endent Director
* to be directo	r is serving on Board of director Composition of Committee Committee Audit Committee Nomination & Remuneration Risk Management Committee	ors of the listed entity in co	is total period fro	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr. Gautam E 1.Mr. H. M. Pa 2.Mr. N. F. Tar 2.Mr. Gautam E 1.Mr. N. F. Tar 3.Mr. Gautam E 3.Mr. Sandeep	rekh Singhania skariwala Shalla rekh skariwala N.A skariwala	(Chairperson/E Executive/inde Chairperson- II Member- Exec Member- Non- Member- Non- Member- Non- Member- Non- Chairperson- I Member- Non- Member- Non- Member- Non- Member- Non-	pendent/nominee independent-Non I uttive Director- Ma Executive-Indepe Executive-Indepe independent- Non Executive- Indepe Executive- Independent- Non I Executive- Independent- Non I Executive- Independent- Non	executive Director naging Director naging Director under Director endent Director Executive Director endent Director endent Director Executive Director endent Director endent Director endent Director endent Director naging Director
II Name	Composition of Committee of Committee Audit Committee Nomination & Remuneration Risk Management Committee Stakeholders Relationship C	committee ic (if applicable) committee' utive/non-executive/indep	endent/Nominee	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam E 1.Mr. H. M. Pa 2.Mr. N. F. Tar 2.Mr. Gautam E 1.Mr. N. F. Tar 2.Mr. Gautam E 3.Mr. Sandeep 4.Mrs. Sanita S	rekh o Singhania skariwala Shalla rekh N.A nkariwala Bhalla o Singhania	(Chairperson/E Executive/inde Chairperson- II Member- Exec Member- Non- Member- Non- Member- Non- Member- Non- Chairperson- I Member- Non- Member- Non- Member- Non- Member- Non-	pendent/nominee independent-Non it Executive-Indepe Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non	executive Director naging Director naging Director under Director endent Director Executive Director endent Director endent Director Executive Director endent Director endent Director endent Director endent Director naging Director
II Name	r is serving on Board of director Composition of Committee of Committee Audit Committee Nomination & Remuneration Risk Management Committee Stakeholders Relationship Committee or Com	ors of the listed entity in constant of the listed entities entity in constant of the listed entities entitled entitled entities entitled entitled entities entitled entitled entitled entities entitled	endent/Nominee	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam E 1.Mr. H. M. Pa 2.Mr. N. F. Tar 2.Mr. Gautam E 1.Mr. N. F. Tar 2.Mr. Gautam E 3.Mr. Sandeep 4.Mrs. Sanita S	rekh o Singhania skariwala Shalla rekh N.A nkariwala Bhalla o Singhania	(Chairperson/E Executive/inde Chairperson- II Member- Exec Member- Non- Member- Non- Member- Non- Member- Non- Chairperson- I Member- Non- Member- Non- Member- Non- Member- Non-	pendent/nominee independent-Non it Executive-Indepe Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non Executive-Independent-Non	executive Director naging Director naging Director under Director endent Director Executive Director endent Director endent Director Executive Director endent Director endent Director endent Director endent Director naging Director
II Name 2 3 4 8 Cate than o	Composition of Committee of Committee Audit Committee Nomination & Remuneration Risk Management Committee Stakeholders Relationship C	ors of the listed entity in constant of the listed entities and the listed entities entity in constant of the listed entities entity in constant of the listed entities entities entities entitled entities entities entitled entitled entities entitled entities entitled entitled entitled entities entitled entitled entitled entitled entitled entities entitled entitl	endent/Nominee	Name of Commembers 1.Mr, H. M. Pa 2.Mr. Sandeeg 3.Mr. N. F. Tar 4.Mr.Gautam f 1.Mr. N. F. Tar 3.Mr. Gautam f 1.Mr. N. F. Tar 3.Mr. Gautam f 1.Mr. Sandeeg 4.Mrs. Sarita S If a director fits	rekh o Singhania skariwala Shalla rekh N.A nkariwala Bhalla o Singhania	(Chairperson/E Executive/Inde Chairperson- I Member- Exec Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Member- Exec Member- Exec	pendent/nominee independent-Non it Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Union Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe	Executive Director naging Director naging Director endent Director endent Director Executive Direct endent Director endent Director endent Director endent Director endent Director endent Director naging Director notetime Director
II Name	r is serving on Board of director Composition of Committee of Committee Audit Committee Nomination & Remuneration Risk Management Committee Stakeholders Relationship Committee Stakeholders Relationship Committee Stakeholders Relationship Committee Graphy of directors means execute a category, write all categorie means actegory, write all categories of Meeting of Board of Directors of Meeting (if any) in the present the service of	ors of the listed entity in constant of the listed entities and the listed entities entity in constant of the listed entities entity in constant of the listed entities entities entities entitled entities entities entitled entitled entities entitled entities entitled entitled entitled entities entitled entitled entitled entitled entitled entities entitled entitl	endent/Nominee	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr. Gautam E 1.Mr. H. M. Pa 2.Mr. N. F. Tar 2.Mr. Gautam E 1.Mr. N. F. Tar 2.Mr. Gautam E 1.Mr. Sandeep 4.Mr. Sandeep 4.Mrs. Sanita S If a director fits	rekh Singhania nkariwala Shalla rekh N.A nkariwala Shalla Rehl Shalla Singhania Shalla N.A nkariwala	(Chairperson/E Executive/Inde Chairperson-I Member- Executive/Inde Chairperson-I Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Member- Executive Member- Executi	pendent/nominee independent-Non it Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Union Executive-Indepe	executive Director naging Director naging Director endent Director naging Director notetime Director
* to be director II Name 2 3 4 & Cate than o III Date (r is serving on Board of director Composition of Committee of Committee Audit Committee Nomination & Remuneration Risk Management Committee Stakeholders Relationship Committee Stakeholders Relationship Committee Stakeholders Relationship Committee Graphy of directors means execute a category, write all categorie means actegory, write all categories of Meeting of Board of Directors of Meeting (if any) in the present the service of	committee ic (if applicable) committee' cutive/non-executive/indep is separating them with hy iors vious quarter	endent/Nominee	Name of Commembers 1.Mr, H. M. Pa 2.Mr, Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam E 1.Mr. H. M. Pa 2.Mr. N. F. Tar 3.Mr. Gautam E 1.Mr. N. F. Tar 2.Mr.Gautam E 3.Mr. Sandeep 4.Mrs. Sarita S If a director fits	rekh Singhania skariwala Shalla rekh N.A shariwala Shalla rekh N.A shariwala Shalla Shalla shariwala into more eting (if any) in the relev	(Chairperson/E Executive/inde Chairperson-I Member- Exec Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Member- Non- Member- Exec Member- Exec Member- Exec Member of day	pendent/nominee independent-Non is twive Director- Ma Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe N.A Independent-Non Executive-Indepe utive Director- Ma utive Director- Wi between any two s) 91 days Maximum gap b	Executive Director naging Director naging Director endent endent Director endent
* to be director II Name 2 3 4 & Cate than o III Date (Composition of Committee Composition of Committee Audit Committee Nomination & Remuneration Risk Management Committe Stakeholders Relationship Committee ggory of directors means execute category, write all categorie Meeting of Board of Direct so of Meeting (if any) in the pre	ors of the listed entity in cors Committee De (if applicable) Committee' Description of the listed entity in cors Evious quarter 4.08.2015 In the relevant quarter	endent/Nominee /phen Whether requir Quorum met (details)	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam B 1.Mr. N. F. Tar 2.Mr. Gautam B 1.Mr. N. F. Tar 3.Mr. Gautam B 1.Mr. Sanita S If a director fits Date (s) of Mequarter ement of	rittee rekh Singhania nkariwala Shalla rekh N.A nkariwala Shalla Shalla Shalla Shalla into more eting (if any) in the relev	(Chairperson/E Executive/Inde Chairperson-I Member- Exec Member- Non- Member- Exec Member- Exec Member of day the committee in	pendent/nominee independent-Non is twive Director- Ma Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Independent- Non Executive-Indepe United Director- Ma Executive Director- Ma Executiv	Executive Director naging Director naging Director endent endent Director endent e
* to be director II Name 2 3 4 & Cate than or III Date (Composition of Committee Composition of Committee Audit Committee Nomination & Remuneration Risk Management Committe Stakeholders Relationship Committee Meeting of Board of Direct Meeting of Board of Direct of Meeting (if any) in the pre Meeting of Committees 14.11.2015- Meeting of A information has to be mandato	ors of the listed entity in cors committee de (if applicable) committee' committee' committee' committee' committee with hy cors vious quarter 4.08.2015 in the relevant quarter udit Committee	endent/Nominee phen Whether requir Quorum met (details) Quorum requir present-3 Mer	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam E 1.Mr. H. M. Pa 2.Mr. N. F. Tar 2.Mr. Gautam E 3.Mr. Sandeep 4.Mr. Sanita S if a director fits Date (s) of Me quarter	rittee rekh o Singhania skariwala Shalla rekh nkariwala Shalla N.A nkariwala Shalla o Singhania Singhania into more 14.11.2015 Date (s) of meeting of the previous quarter	(Chairperson/E Executive/Inde Chairperson-I Member- Exec Member- Non- Member- Exec Member- Exec Member of day the committee in	pendent/nominee independent-Non is twive Director- Ma Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Independent- Non Executive-Indepe United Director- Ma Executive Director- Ma Executiv	Executive Director naging Director naging Director endent Director naging Director noietime Director consecutive (in
* to be director II Name Name 2 3 4 & Cate than or III Date (Composition of Committee of Committee Audit Committee Nomination & Remuneration Risk Management Committe Stakeholders Relationship Committee Meeting of Board of Direct s) of Meeting (if any) in the pre Meeting of Committees s) of meeting of the committee 14.11.2015- Meeting of A	ors of the listed entity in constant of the listed entity entities and the listed entity entities are constant of the listed entity entities and the listed entity entities are constant of the listed entity in constant of the listed entity entities are constant of the listed entity entities and the listed entity entities are constant of the listed entity entities and the listed entities are constant of the listed entity in constant of the listed entity entities are constant of the listed entity in constant of the listed entities are const	endent/Nominee phen Whether requir Quorum met (details) Quorum requir present-3 Mer	Name of Commembers 1.Mr. H. M. Pa 2.Mr. Sandeep 3.Mr. N. F. Tar 4.Mr.Gautam E 1.Mr. H. M. Pa 2.Mr. N. F. Tar 2.Mr. Gautam E 3.Mr. Sandeep 4.Mr. Sanita S if a director fits Date (s) of Me quarter	rittee rekh o Singhania skariwala Shalla rekh nkariwala Shalla N.A nkariwala Shalla o Singhania Singhania into more 14.11.2015 Date (s) of meeting of the previous quarter	(Chairperson/E Executive/Inde Chairperson-I Member- Exec Member- Non-Member- Non-Member- Non-Member- Non-Member- Non-Member- Non-Member- Exec Member- Exec Member of day	pendent/nominee independent-Non it utive Director- Ma Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe Executive-Indepe United State Independent- Non Executive-Indepe Executive-Indepe United Director- Ma Executive-Indepe Executive-Indepe United Director- Ma Executive Director- With	executive Director naging Director indent Director endent Director naging Director noietime Director consecutive (in



hether shareholder approval obtained for material RPT	N.A
/hether details of RPT entered into pursuant to omnibus approval have been reviewed by udit Committee	YES
ote In the column "Compliance Status", compliance or non-compliance may be indicated by Y For example, if the Board has been composed n accordance with the requirements of List "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactior "N.A." may be indicated. If status is "No" details of non-compliance may be given here.	ting Regulations,
VI Affirmations	
The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure	ure requirements)
Regulations, 2015 Yes	
The composition of the following committees is in terms of SEBI (Listing obligations and direquirements) 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)- NA	
The committee members have been made aware of their powers, role and responsibilities SEBI (Listing obligations and disclosure requirements) Regulations, 2015 Yes	s as specified in
The meetings of the board of directors and the above committees have been conducted in as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	- Yes
This report and/or the report submitted in the previous quarter has been placed before Bo	oard of ere:- Yes

Note:
Information at Table I and II above need to be necessarily given in 1st 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.