

General information about company	
Script code	530959
NSE Symbol	
MSI Symbol	
ISIN	INE012E01035
Name of the entity	Diana Tea Company Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson								
Whether Chairperson is related to MD or CEO								
Yes								
Sr	Title (Mr./Ms.)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Incho
1	Mr	SANDEEP SINGHANIA	AMAP56652C	00343837	Executive Director	Chairperson	MD	25-03-1972
2	Mr	SARITA SINGHANIA	AJMPS1888R	00343796	Executive Director	Not Applicable		17-12-1963
3	Mr	HARISHCHANDRA PAREKH MANEKLAL	AFVPP3500N	00026530	Non-Executive - Independent Director	Not Applicable		23-03-1957
4	Mr	GAUTAM BHALLA	AEMPB2411G	00675699	Non-Executive - Independent Director	Not Applicable		27-10-1948
5	Mr	KIRAN NANOO DESAI	ACMPFD6636M	01639618	Non-Executive - Independent Director	Not Applicable		06-09-1950

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				
2	No				
3	No				
4	No				
5	No				

I. Composition of Board of Directors													
Sr	Whether special resolution passed (Refer Reg. 17(A) of Listing Regulations)	Date of special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Turnover of director (in months)	No of Director(s) in listed entities including the listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Director(s) in listed entities including the listed entity (Refer Regulation 17A(2) of Listing Regulations)	Number of memberships in listed entities (including the listed entity) (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	None for not providing PAN	None for not providing DIN
1	NA	21-10-1991	27-09-2020			1	0	2	0				
2	NA	11-11-2013	14-09-2022			1	0	1	0				
3	Yes	18-09-2018	14-07-2005	26-06-2020		96	4	2	2	1			
4	Yes	14-09-2022	27-02-2015	26-06-2020		96	1	1	2	1			
5	NA	01-12-2020	24-09-2021			31	1	1	2	0			

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026530	HARISHCHANDRA PAREKH MANEKLAL	Non-Executive - Independent Director	Chairperson	31-10-2005		
2	00343837	SANDEEP SINGHANIA	Executive Director	Member	31-10-2005		
3	00675699	GAUTAM BHALLA	Non-Executive - Independent Director	Member	27-02-2015		
4	01639618	KIRAN NANOO DESAI	Non-Executive - Independent Director	Member	01-12-2020		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026530	HARISHCHANDRA PAREKH MANEKLAL	Non-Executive - Independent Director	Chairperson	31-10-2005		
2	00675699	GAUTAM BHALLA	Non-Executive - Independent Director	Member	27-02-2015		
3	01639618	KIRAN NANOO DESAI	Non-Executive - Independent Director	Member	01-12-2020		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00675699	GAUTAM BHALLA	Non-Executive - Independent Director	Chairperson	27-02-2015		
2	00343837	SANDEEP SINGHANIA	Executive Director	Member	31-10-2005		
3	00343796	SARITA SINGHANIA	Executive Director	Member	31-10-2005		
4	01639618	KIRAN NANOO DESAI	Non-Executive - Independent Director	Member	01-12-2020		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure I								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	09-11-2023				Yes	5	4	2
2		02-01-2024	53		Yes	5	5	3
3		09-02-2024	37		Yes	5	5	3

Annexure I										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	09-11-2023				Yes	4	3	2	1
2	Audit Committee	09-02-2024	91			Yes	4	4	3	1
3	Nomination and remuneration committee	28-09-2023				Yes	3	2	2	0
4	Nomination and remuneration committee	02-01-2024	95			Yes	3	3	3	0
5	Nomination and remuneration committee	09-02-2024				Yes	3	3	3	0
6	Stakeholders Relationship Committee	09-11-2023				Yes	4	4	2	1

Annexure I										
IV. Meeting of Committees										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	09-02-2024				Yes	4	4	3	1

Annexure I			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure I		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No/NA)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	NA
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure I		
Sr	Subject	Compliance status
1	Name of signatory	Namrata Saraf
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.dianatea.in/history.shtml
2	Terms and conditions of appointment of independent directors	Yes		https://www.dianatea.in/ID-Terms-and-Conditions-of-Appointment_2.pdf
3	Composition of various committees of board of directors	Yes		https://www.dianatea.in/202010108_Composition_of_Directors.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.dianatea.in/2020702_Code_of_Conduct.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.dianatea.in/2019301_Whistle_Blower.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.dianatea.in/Criteria%20of%20making%20payment%20to%20non-executive%20directors_6.pdf
7	Policy on dealing with related party transactions	Yes		https://www.dianatea.in/20220222_RPT_Policy_2022.pdf
8	Policy for determining financial subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.dianatea.in/2020624_Familiarisation_Programme_for_ID.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://www.dianatea.in/contactinfo.shtml
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.dianatea.in/contactinfo.shtml
12	Financial results	Yes		https://www.dianatea.in/finance.shtml
13	Shareholding pattern	Yes		https://www.dianatea.in/finance.shtml
14	Details of agreements entered into with the media companies and/or its associates	NA		

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.	Web address
15.1	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		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.dianatea.in/finance.shtml
18	Credit rating or revision in credit rating obtained	Yes		https://www.dianatea.in/finance.shtml
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		https://www.dianatea.in/finance.shtml
21	Materiality Policy as per Regulation 30(4)	Yes		https://www.dianatea.in/20180508_Policy_on_Disclosure_of_Material_Events.pdf
22	Disclosure of contact details of ISMO who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.dianatea.in/contactinfo.shtml
23	Disclosures under regulation 30(8)	Yes		https://www.dianatea.in/contactinfo.shtml
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 45(A)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.dianatea.in/finance.shtml
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.dianatea.in/finance.shtml
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.dianatea.in/finance.shtml

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of Independence/eligibility	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(A) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommencement of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), 1(A), (5), (6), & (8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	NA	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	Yes	
37	Maximum Tenure	25(2)	NA	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
41	Directors from Independent Director	25(8) & (9)	Yes	
42	Declaration and Officers insurance			