

General information about company	
Scrp code	532230
NSE Symbol	
MSEI Symbol	
ISIN	INE665D01016
Name of the entity	BENGAL TEA & FABRICS LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I																				
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																				
Sl. No.	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg. 171A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	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(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	ADARSH KANORIA	AFNPK7948B	00027290	Executive Director	Chairperson	MD	14-02-1967	NA		05-01-1991	10-08-2019			1	0	1	0		
2	Mr	KAILASH PRASAD KHANDELWAL	AFXP83132M	00914834	Executive Director	Not Applicable		05-08-1955	NA		09-11-2013	10-08-2019			1	0	0	0		
3	Mr	GOLAM MOMEN	AEXPK08194Q	00402662	Non-Executive - Independent Director	Not Applicable		06-06-1933	Yes	11-08-2018	05-12-1987	11-08-2018		60	5	5	9	4		
4	Mr	DHIRENDRA KUMAR	AFZPK7734B	00153773	Non-Executive - Independent Director	Not Applicable		27-11-1942	Yes	11-08-2018	13-08-2003	11-08-2018		60	3	1	2	0		

I. Composition of Board of Directors																					
Disclosure of notes on composition of board of directors explanatory																					
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Whether Chairperson is related to MD or CEO																					
Sl. No.	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg. 171A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	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(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN	
5	Mr	SAMVEG A LALBHAI	AAPFL5537L	00092978	Non-Executive - Independent Director	Not Applicable		04-06-1961	NA			06-05-2004				3	0	0	0		
6	Ms	SHUBHA KANBHA	AFCPR8365B	00036489	Non-Executive - Independent Director	Not Applicable		03-11-1967	NA			10-05-2014				1	0	0	0		
7	Mr	NAVIN NAYAR	ABQPN3100K	00136057	Non-Executive - Independent Director	Not Applicable		12-10-1962	NA			10-05-2014	15-09-2020		60	5	4	6	4		
8	Mr	ASHUTOSH BHAGAT	ADFP80979P	00059842	Non-Executive - Independent Director	Not Applicable		11-12-1973	NA			10-05-2014	15-09-2020		60	1	1	1	0		

Audit Committee Details						
Whether the Audit Committee has a Regular Chairperson						
Sl. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00136057	NAVIN NAYAR	Non-Executive - Independent Director	Chairperson	09-08-2014	
2	00402662	GOLAM MOMEN	Non-Executive - Independent Director	Member	30-01-2001	
3	00153773	DHIRENDRA KUMAR	Non-Executive - Independent Director	Member	30-01-2004	
4	00059842	ASHUTOSH BHAGAT	Non-Executive - Independent Director	Member	31-05-2021	

Nomination and remuneration committee						
Whether the Nomination and remuneration committee has a Regular Chairperson						
Sl. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00153773	DHIRENDRA KUMAR	Non-Executive - Independent Director	Chairperson	06-05-2004	
2	00402662	GOLAM MOMEN	Non-Executive - Independent Director	Member	13-05-2003	
3	00092978	SAMVEG A LALBHAI	Non-Executive - Independent Director	Member	16-03-2009	
4	00059842	ASHUTOSH BHAGAT	Non-Executive - Independent Director	Member	31-05-2021	

Stakeholders Relationship Committee						
Whether the Stakeholders Relationship Committee has a Regular Chairperson						
Sl. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00402662	GOLAM MOMEN	Non-Executive - Independent Director	Chairperson	30-01-2001	
2	00153773	DHIRENDRA KUMAR	Non-Executive - Independent Director	Member	16-03-2009	
3	00027290	ADARSH KANORIA	Executive Director	Member	30-01-2001	
4	00136057	NAVIN NAYAR	Non-Executive - Independent Director	Member	31-05-2021	

Risk Management Committee						
Whether the Risk Management Committee has a Regular Chairperson						
Sl. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation

Corporate Social Responsibility Committee						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sl. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00027290	ADARSH KANORIA	Executive Director	Chairperson	10-05-2014	
2	00153773	DHIRENDRA KUMAR	Non-Executive - Independent Director	Member	10-05-2014	
3	00402662	GOLAM MOMEN	Non-Executive - Independent Director	Member	10-05-2014	

Other Committee						
Sl. No.	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							
Sl. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No of Independent Directors attending the meeting*
1	13-11-2021				Yes	8	4
2		10-03-2022	88		Yes	7	4
3		10-03-2022	27		Yes	7	4

Annexure I								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sl. No.	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)	Number of Directors present* (All directors including Independent Director)	No of Independent Directors attending the meeting*
1	Audit Committee	12-11-2021				Yes	4	4
2	Audit Committee	09-02-2022	88			Yes	4	4
3	Audit Committee	10-03-2022	28			Yes	4	4

Annexure I				
V. Related Party Transactions				
Sl. No.	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		
Sl. No.	Subject	Compliance status (Yes/No)
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 100 listed entities)	NA
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.	Yes
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		
VII. Compliance Status		
Sl. No.	Subject	Compliance status
1	Name of signatory	SUNITA SHAH
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				
Sl. No.	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		www.bengaltea.com
2	Terms and conditions of appointment of independent directors	Yes		www.bengaltea.com
3	Composition of various committees of board of directors	Yes		www.bengaltea.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.bengaltea.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.bengaltea.com
6	Criteria of making payments to non-executive directors	Yes		www.bengaltea.com
7	Policy on dealing with related party transactions	Yes		www.bengaltea.com
8	Policy for determining material/subsidiaries	Yes		www.bengaltea.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.bengaltea.com

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				
Sl. No.	Item	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.bengaltea.com
11	email address for grievance redressal and other relevant details	Yes		www.bengaltea.com
12	Financial results	Yes		www.bengaltea.com
13	Shareholding pattern	Yes		www.bengaltea.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.bengaltea.com
18	Credit rating or revision in credit rating obtained	Yes		www.bengaltea.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.bengaltea.com
21	Materiality Policy as per Regulation 30	Yes		www.bengaltea.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is Certified that these contents on the website of the listed entity are correct	Yes		www.bengaltea.com

Annexure II				
II. Annual Affirmations				
Sl. No.	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 and/or eligibility	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	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				
Sl. No.	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)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation 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	Composition of nomination & remuneration committee	18(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sl. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	NA	
22	Composition and role of risk management committee	21(1)(2), (3), (4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA	

Annexure II				
II. Annual Affirmations				
Sl. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(1)	NA	
32	Alternate Director to Independent Director	25(A)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided - Add Notes				

Annexure II		
VII. Compliance Status		
Sl. No.	Subject	Compliance status
1	Name of signatory	SUNITA SHAH
2	Designation	Company Secretary and Compliance Officer

Annexure II	
III. Affirmations	
Sl. No.	Particulars
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied
Any other information to be provided	

Annexure II		
VII. Compliance Status		
Sl. No.	Subject	Compliance status
1	Name of signatory	SUNITA SHAH
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure		
		Not Applicable
Reason for Non Applicability		
Textual Information(1)		