General information about company Scrip code 532230 NSE Symbol MSEI Symbol INE665D01016 Name of the entity Bengal Tea & Fabrics Limited Date of start of financial year 01-04-2023 Date of end of financial year 31-03-2024 Reporting Quarter Yearly 31-03-2024 Date of Report 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 | Textual Information(1)

Whether Chairperson is related to MD or CEO Yes

Category 2 of

directors

Chairperson

Not Applicable

Not Applicable

Not Applicable

Not Applicable

Not Applicable

Details of disqualification

Category 3 of

directors

MD

Date of

Birth

14-02-

1967

03-11-

1967

27-11-

1942

04-06-

1961

12-10-

1962

11-12-

1973

Current status

Whether the listed entity has a Regular Chairperson Yes

Category 1 of directors

Executive Director

Non-Executive - Non

Independent Director

Non-Executive - Independent

Director

Non-Executive - Non

Independent Director

Non-Executive - Independent

Director

Non-Executive - Independent

Director

End Date of disqualification

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

ISIN

Title (Mr

Ms)

Mr

Mrs

Mr

Mr

Mr

Mr

Name of the Director

ADARSH

KANORIA

SHUBHA

KANORIA

DHIRENDRA

KUMAR

SAMVEG A

LALBHAI

NAVIN NAYAR

ASHUTOSH

BHAGAT

Whether the director is disqualified?

Audit Committee Details

DIN

Number

00136057

00153773

00059842

DIN

DIN

Number

DIN

Number

00036489

00153773

00027290

Other Committee

Annexure 1

Name of Committee

members

Name of Committee

members

SHUBHA KANORIA

ADARSH KANORIA

DHIRENDRA

KUMAR

III. Meeting of Board of Directors

of board of directors

explanatory

Date(s) of

meeting (if

any) in the

current

quarter

26-03-2024

06-02-2024

04-11-2023

26-03-2024

Whether prior approval of audit committee obtained

Code of conduct of board of directors and senior

Policy on dealing with related party transactions

Details of familiarization programmes imparted to

Email address for grievance redressal and other relevant

Contact information of the designated officials of the listed entity who are responsible for assisting and handling

Details of agreements entered into with the media

I. Disclosure on website in terms of Listing Regulations

Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or

Audio or video recordings and transcripts of post

New name and the old name of the listed entity

Credit rating or revision in credit rating obtained

listed entity in respect of a relevant financial year

Materiality Policy as per Regulation 30 (4)

Advertisements as per regulation 47 (1)

Secretarial Compliance Report

Disclosures under regulation 30(8)

regulation 30(5)

regulation 32

Act, 2013

institutional investors simultaneously with submission to stock

Separate audited financial statements of each subsidiary of the

Disclosure of contact details of KMP who are authorized for

the purpose of determining materiality as required under

Statements of deviation(s) or variations(s) as specified in

Dividend Distribution policy as per Regulation 43A(1)

Prior or Omnibus approval of Audit Committee for all

Disclosure of related party transactions on consolidated

Composition of Board of Directors of unlisted material

Other Corporate Governance requirements with respect to

Appointment, Re-appointment or removal of an Independent

Approval for material related party transactions

related party transactions

subsidiary of listed entity

39 Meeting of independent directors

40 Familiarization of independent directors

Declaration from Independent Director

Confirmation with respect to appointment of Independent Directors who resigned from the listed entity

Affirmation with compliance to code of conduct from members of Board of Directors and Senior management

Disclosure of Shareholding by Non-Executive Directors

Policy with respect to Obligations of directors and senior

Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of

Directors and Officers insurance

Memberships in Committees

management

the listed entity

Applicability of disclosure

Textual Information(1)

Sr.

Name of signatory

Place

Date

Designation of person

Reason for Non Applicability

breaches or loss of data or documents during the quarter

Maximum Tenure

mechanism

II. Annual Affirmations

Sr Particulars

36 | Alternate Director to Independent Director

38 Director through special resolution or the alternate

Subsidiary

Annual return as provided under section 92 of the Companies

companies and/or their associates

Policy for determining material subsidiaries

Details of establishment of vigil mechanism/ Whistle

Criteria of making payments to non-executive directors

management personnel

independent directors

investor grievances

12 Financial results

Sr

18

20

21

22

23

24

25

26

Item

exchange

earnings/quarterly calls

13 | Shareholding pattern

Blower policy

Whether shareholder approval obtained for material RPT

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

Committee

Committee

Corporate Social

Responsibility Committee

Nomination

remuneration committee

V. Related Party Transactions

and

Sr Subject

Stakeholders Relationship

48

142

Disclosure of notes on meeting

Date(s) of

meeting (if

any) in the

previous

quarter

04-11-2023

Corporate Social Responsibility Committee

Sr

Name of Committee

members

ASHUTOSH BHAGAT

Name of Committee

NAVIN NAYAR

DHIRENDRA

KUMAR

Nomination and remuneration committee

PAN

AFNPK7948B

AFCPK8365B

AFZPK7734B

AAFPL5537L

ABQPN3100K

ADJPB0979P

DIN

00027290

00036489

00153773

00009278

00136057

00059842

Start Date of disqualification

	1	1	No									Activ	ve
	2	1	No									Activ	ve
	3	1	No									Activ	ve
	4	1	No									Acti	ve
	5	1	No									Activ	ve
	6	1	No									Activ	ve
	<u> </u>								ļ			!	
					I.	Composi	tion of Boar	d of Directo	rs				
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes fo not providin DIN
1	NA		05-01- 1991	01-01- 2023			1	0	1	0			
2	NA		10-05- 2014				1	0	0	0			
3	Yes	11-08- 2018	09-08- 2014	01-04- 2019	31-03- 2024	116.22	3	1	2	0	Tenure Completion		
4	NA		06-05- 2004				3	0	0	0			
5	NA		01-08- 2016	01-04- 2021		92.3	5	4	6	5			

		2016	2021												
NA		01-08- 2016	01-04- 2021		92.3	1	1	2	1						
				Text Block											
Textual Inf	formation(1)	second ter 2.Mr. Rag Independe effect from 3. Mr. Mu Independe effect from 4. Mr. Kus Company for a term	NOTES: 1.Mr. Dhirendra Kumar (DIN: 00153773) ceased to be the Independent Director of the Company as his second term of 5 (five) years as an Independent Director ended on 31st March, 2024. 2.Mr. Raghav Lall (DIN: 05121368) has been appointed as an Additional Director in the capacity of Independent Director to hold office of Independent Director for a term of 5 (five) consecutive years with effect from 1st April, 2024 to 31st March, 2029, subject to approval of the Members 3. Mr. Mudit Kumar (DIN: 00141585) has been appointed as an Additional Director in the capacity of Independent Director to hold office of Independent Director for a term of 5 (five) consecutive years with effect from 1st April, 2024 to 31st March, 2029, subject to approval of the Members; 4. Mr. Kushagra Kanoria (DIN: 09467947) has been appointed as an Additional Director of the Company in the capacity of Whole time Director of the Company to hold office of Whole time Director for a term of 3 (three) years with effect from 1st April, 2024 to 31st March, 2027 subject to approval of the Members.											
						Annexure	- 1								
				1											
			II. Composition of Committees Disclosure of notes on composition of committees explanatory Textual Info							Information(1)					
					Anne	xure 1 Tex	xt Block								
Textual Information(1)			the Memb 2.Mr. Muc Remunera 3.Mr. Rag Committe 4. Mr. San as the Men 2024.	ers of the dit Kuman tion Com hav Lall (e vide Bo nveg A L mbers of	e Audit C r (DIN: 0 nmittee v (DIN: 05 oard Mee albhai (E the Corp	committee vi 00141585) had de Board Mo 121368) had ting dated 19 DIN: 000092 orate Social	de Board M as been appo feeting dated s been appoi st April, 202 78) and Mr. Responsibil	eeting dated pinted as the d 1st April, 2 nted as the M 4 Mudit Kuma lity Committe	1st April, 20 Member of 024 Member of the ar (DIN: 001 ee vide Boar	B) have been a D24 the Nomination The Stakeholder A1585) have The did Meeting data	on and Relation been appo ted 1st Ap	iship ointed pril,			

Whether the Audit Committee has a Regular Chairperson Yes

Category 1 of directors

Non-Executive -

Non-Executive -

Non-Executive -

Independent Director

Independent Director

Independent Director

Whether the Nomination and remuneration committee has a Regular Chairperson Yes

Category 1 of directors

Category 1 of

directors

Category 1 of directors

Non-Executive - Independent

Notes for

not

providing

Date

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Non-Executive - Non

Independent Director

Executive Director

Director

Sr DIN Number Name of Committee members Name of other committee

Maximum gap

between any two

consecutive (in

number of days)

Category 2 of

directors

Category 2 of

Chairperson

Member

Member

Date of

Appointment

09-08-2014

30-01-2004

31-05-2021

Date of

Date of

Cessation

31-03-2024

Date of

Remarks

Remarks

Sr	Number	members	Category 1 of directors	directors	Appointment	Cessation	Remarks			
1	00153773	DHIRENDRA KUMAR	Non-Executive - Independent Director	Chairperson	06-05-2004	31-03-2024				
2	00009278	SAMVEG A LALBHAI	Non-Executive - Non Independent Director	Member	16-03-2009					
3	00059842	ASHUTOSH BHAGAT	Non-Executive - Independent Director	Member	31-05-2021					
4	00136057	NAVIN NAYAR	Non-Executive - Independent Director	Member	11-02-2023					
Sta	akeholders R	elationship Committee								
Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes										
	VV	Thether the Stakeholders is	terationomp committee has a re	eguiai Gianperson	165					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
Sr	DIN	Name of Committee		Category 2 of	Date of		Remarks			
	DIN Number	Name of Committee members	Category 1 of directors Non-Executive - Independent Director	Category 2 of directors	Date of Appointment		Remarks			
1	DIN Number 00059842	Name of Committee members ASHUTOSH BHAGAT DHIRENDRA	Category 1 of directors Non-Executive - Independent Director Non-Executive - Independent Director	Category 2 of directors Chairperson	Date of Appointment 11-02-2023	Cessation	Remarks			
1 2	DIN Number 00059842 00153773	Name of Committee members ASHUTOSH BHAGAT DHIRENDRA KUMAR	Category 1 of directors Non-Executive - Independent Director Non-Executive - Independent Director Executive Director	Category 2 of directors Chairperson Member	Date of Appointment 11-02-2023 16-03-2009	Cessation	Remarks			
1 2 3	DIN Number 00059842 00153773 00027290	Name of Committee members ASHUTOSH BHAGAT DHIRENDRA KUMAR ADARSH KANORIA	Category 1 of directors Non-Executive - Independent Director Non-Executive - Independent Director Executive Director Non-Executive -	Category 2 of directors Chairperson Member Member	Date of Appointment 11-02-2023 16-03-2009 30-01-2001	Cessation	Remarks			
1 2 3 4	DIN Number 00059842 00153773 00027290 00136057	Name of Committee members ASHUTOSH BHAGAT DHIRENDRA KUMAR ADARSH KANORIA	Category 1 of directors Non-Executive - Independent Director Non-Executive - Independent Director Executive Director Non-Executive -	Category 2 of directors Chairperson Member Member	Date of Appointment 11-02-2023 16-03-2009 30-01-2001	Cessation	Remarks			

Category 2 of

directors

Category 2 of

directors

Chairperson

Member

Member

Annexure 1

Whether

requirement of

Quorum met

(Yes/No)

Yes

Date of

Appointment

Date of

Appointment

11-02-2023

10-05-2014

10-05-2014

Total Number

of Directors

as on date of

the meeting

Category 1 of directors | Category 2 of directors | Remarks

Number of

Directors present*

(All directors

including

Independent

Director)

2

2

If status is Noldetails of non-

compliance may be given here.

0

www.bengaltea.com

Web address

www.bengaltea.com

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If status is Noldetails of

non-compliance may be

given here.

Date of

Cessation

Date of

Cessation

31-03-2024

Remarks

Remarks

No. of

Independent

Directors

attending the

meeting*

	01112020				165	•		•	_	
2	28-12-2023		53		Yes	ϵ		5	3	
3		06-02-2024	39		Yes	6		6	3	
ļ		26-03-2024	48		Yes	ϵ		4	2	
					Annexu	re 1				
V.	Meeting of Co	mmittees								
		Disclo	osure of notes o	n meeting of	committee	s explanatory				
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronologica order)	between any two consecutive (in number	Name of other committee	Reson 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)
-	Audit Committee	04-11-2023				Yes	3	2	2	0
) -	Audit Committee	06-02-2024	93			Yes	3	3	3	0
5	Audit	26-03-2024	48			Yes	3	2	2	0

Yes

Yes

Yes

Yes

Compliance status

(Yes/No/NA)

Yes

NA

Yes

Annexure 1

Annexure 1

3

VI.	. Aff	irmations							
Sr	Sr Subject								
1	The Reg	Yes							
2	The req	Yes							
3	The req	Yes							
4		e composition of the following committee uirements) Regulations, 2015. c. Stakeho			ons and disclosure	Yes			
5		e composition of the following committee uirements) Regulations, 2015. d. Risk ma		`		NA			
6	Yes								
7	(Listing obligations and disclosure requirements) Regulations, 2015. 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.								
8	Thi	s report and/or the report submitted in th	e previous quart	er has been placed befo	ore Board of Directors.	Yes			
			A	annexure 1					
Sr		Subject	Compliance sta	itus					
1		Name of signatory	SUNITA SHAI	Н					
2		Designation	Company Secre	etary and Compliance (Officer				
			A	nnexure II					
		Annexure II to be submitted by l	isted entity at tl	he end of the financia	l year (for the whole of financ	ial year)			
I. I	Discl	osure on website in terms of Listing R	egulations						
Sr	Itei	m		Compliance status (Yes/No/NA)	If status is Nordetails of non- compliance may be given here.	Web address			
1	De	tails of business		Yes		www.bengaltea.com			
2		rms and conditions of appointment of indectors	ependent	Yes		www.bengaltea.com			
3	Co	mposition of various committees of boar	d of directors	Yes	www.bengalt				

Yes

NA

Annexure II

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

Compliance status

(Yes/No/NA)

NA

NA

NA

Yes

NA

NA

Yes

Yes

Yes

Yes

NA

NA

Yes

27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)				Yes					www.bengaltea.com
28	Compliance with regulation 46(3) with respect to accuracy disclosures on the website and timely updating				Yes					www.bengaltea.com
			Δnı	16VII	re II					
II	Annual Affirmations		7 \$111	СЛИ						
11. /	Annual Amrinations								If status is	s Noldetails of non-
Sr	Particulars		Regul	ation	Number		pliance st No/NA)	tatus		ce may be given
1	Independent director(s) have been appointed			L\ 0	25(0)	37			nere.	
1	of specified criteria of independence and/or	eligibility			· , ,	Yes				
2	Board composition			2), 17(A) & (1D) &	Yes				
3	Meeting of Board of directors		17(1E 17(2)	<u>)</u>		Yes				
4	Quorum of Board meeting		17(2)	r)		Yes				
5	Review of Compliance Reports		17(3)	<u>′</u>		Yes				
6	Plans for orderly succession for appointment	S	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				
			Anı	ıexu	re II					
II. A	Annual Affirmations									
Sr	Particulars		Regulati Number		Compli (Yes/No	ance sta	tus			tails of non- be given here.
11	Risk Assessment & Management		17(9)		Yes	D/11/A)		Collipi	ilance may	be given here.
	Performance Evaluation of Independent Dire		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	Role of Audit Committee and information to reviewed by the audit committee	be	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					
			Λnı	10VII	re II					
TT .	A 1 A 66'		AIII	ıcxu	16 11					
	Annual Affirmations				Complianc	o etatue	T4	fetatue	is Nodotai	ls of non-compliance
Sr	Particulars	Regulati	ion Num		(Yes/No/N				given here.	is of hon-compliance
21	Role of Nomination and Remuneration Committee	19(4)			Yes					
22	Composition of Stakeholder Relationship Committee	20(1), 2 20(2A)	0(2) &		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	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	21(3C)			NA					
	Management Committee									
	Vigil Mechanism	22 23(1), (1	1A), (5),		Yes					
30	Policy for related party Transaction	(6), & (8			Yes					
			Anı	ıexu	re II					
II. A	Annual Affirmations									
Sr	Particulars			Regu Num	ılation ber	Compl (Yes/N	iance sta o/NA)			Nodetails of non- e may be given here.
الروي	D: 0 11 1 (A 1) 0 1.									

23(2), (3)

23(4)

23(9)

24(1)

24(2),(3),(4),

(5) & (6)

25(1)

25(2)

25(2A)

25(7)

Annexure II

25(3) & (4)

Regulation

25(8) & (9)

Number

25(10)

25(11)

26(1)

26(3)

26(4)

26(6)

26(2) & 26(5)

Yes

NA

Yes

NA

NA

NA

Yes

Yes

Yes

Yes

Compliance status

(Yes/No/NA)

Yes

NA

Yes

Yes

Yes

Yes

Yes

Yes

If status is Noldetails of non-

compliance may be given

here.

49	Vacancies in respect Key Manage	rial Personnel	26A(1) & 26A(2)	Yes	
	Any other information to be provi	ded - Add Notes			
		Ann	exure II		
1	Name of signatory	SUNITA SHAH			
2	Designation	Company Secretary	and Compliance	e Officer	
		Ann	exure II		
III.	Affirmations				
Sr	Particulars				Compliance status (Yes/No/NA)
1	The Listed Entity has approved M with respect to subsidiary of Liste	laterial Subsidiary Policy and defentity have been complied	the Corporate G	overnance requirements	NA NA
	Any other information to be provi	ded			
			exure II		
		Ann			
1	Name of signatory	SUNITA SHAH			

Not Applicable

Text Block

Details of Cyber security incidence

Date of the event

Signatory Details

Company Secretary and Compliance Officer

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or

SUNITA SHAH

Kolkata

20-04-2024

NOT APPLICABLE

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Textual Information(1)

No

Brief details of