



TERAI TEA COMPANY LIMITED

REGD. OFFICE : 10, GOVERNMENT PLACE (EAST), 1ST FLOOR, KOLKATA-700 069, INDIA

Telephones : 91-33-4021-4444, Fax : 91-33-2248-9182

E-mail : teraitea@gmail.com • Website : www.teraigroup.com



To,

Date: 09.01.2014

The Secretary
Calcutta Stock Exchange Association Ltd.
7, Lyons Range, Kolkata-700001

The Secretary
Ahmedabad Stock Exchange,
Kamdheni Complex, opp: Sahjanand College
Panjaraple Ahmedabad-380015

The Secretary
Jaipur Stock Exchange Ltd.
Indra Place, J.L.N. Marg.
Malviya Nagar, Jaipur-302017



Dear Sir(s),

Sub: Compliance of the Listing Agreement

We are pleased to submit following document for your record as per the relevant clauses of the Listing Agreement .Please find attached herewith:

We are pleased to submit following documents for your record as per the relevant clauses of the Listing Agreement .Please find attached herewith:

- 1) Share Holding pattern as per clause 35 of the Listing Agreement for the quarter ending 31st Dec, 2013.
- 2) Quarterly compliance report in term of clause 49 of the Listing Agreement on Corporate Governance for the Quarter ending 31st Dec, 2013.
- 3) Copy of Secretarial Audit Report issued by a Practicing Company Secretary for the Quarter ending 31st Dec, 2013.
- 4) Copy of certificate from RTA M/s. Maheshwari Datamatics Pvt. Ltd. dated 02/01/2014 regarding Investors' Grievance Report for the quarter ending 31st Dec, 2013.
- 5) Copy of Compliance Report dated 02/01/2014 from Registrar & RTA regarding Confirmation of Dematerialization of Securities as per Section 54(V) for the quarter ending 31st Dec, 2013.

The above is for your information and record, kindly acknowledge the receipt.

Thanking You,
Yours Faithfully

Roshan Dave
(Company Secretary)

Code : 530533
 ended: 31/12/2013

Name of the Scrip : - [BSE]

Class of Security : Equity

Partly paid-up shares:-	No of partly paid-up shares	As a % of Total No of partly paid-up shares	As a % of Total No of shares of the company
Held by promoter/promoter group	Nil	Nil	Nil
Held by public	Nil	Nil	Nil
Total	Nil	Nil	Nil

Outstanding convertible securities:-	No of Outstanding securities	As a % of Total No of outstanding convertible securities	As a % of Total No of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	Nil	Nil	Nil
Held by public	Nil	Nil	Nil
Total	Nil	Nil	Nil

Warrants:-	No of warrants	As a % of Total No of warrants	As a % of Total No of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	Nil	Nil	Nil
Held by public	Nil	Nil	Nil
Total	Nil	Nil	Nil

Total paid-up capital of the company, assuming full conversion of warrants and convertible securities 6879300 Shares of Rs.10/- each



Code : 530533 Name of the Scrip : - [BSEI] Class of Security : Equity Face Value : Rs. 10/-
Statement showing Shareholding Pattern Quarter ended: 31/12/2013

Category Code	Category of Shareholder (II)	No of Share-holders (III)	Total No of Shares (IV)	No of Shares held in Demat Form (V)	Total shareholding as a % of Tot Shrs		Shares pledged or otherwise encumbered		
					As a % of (A + B) (VI)	As a % of (A+B+C) (VII)	Shares (VIII)	As a % of (IX)=(VIII)/(IV)+1	
1. Promoter and Promoter Group									
1. Indian									
	a. Individuals/Hindu Undivided Family	2	4475600	4475600	65.0589	65.0589	N i l	N i l	
	b. Central/State Government(s)								
	c. Bodies Corporate	3	627500	627500	9.1216	9.1216	N i l	N i l	
	d. Financial Institutions/Banks								
	e. Any Other								
	Sub Total (A1)	5	5103100	5103100	74.1805	74.1805	N i l	N i l	
2. Foreign									
	a. Individuals (NRI/Foreign Individuals)								
	b. Bodies Corporate								
	c. Institutions								
	d. Qualified Foreign Investor								
	e. Any other								
	Sub Total (A2)								
	Total Shareholding of Promoter and Promoter Group A=(A1)+(A2)	5	5103100	5103100	74.1805	74.1805	N i l	N i l	
2. Public Shareholding									
1. Institutions									
	a. Mutual Funds/UTI								
	b. Financial Institutions/Banks								
	c. Central/State Government(s)								
	d. Venture Capital Funds								
	e. Insurance Companies								
	f. Foreign Institutional Investors								
	g. Foreign Venture Capital Investors								
	h. Qualified Foreign Investor								
	i. Any Other								
	Sub Total (B1)								
2. Non-Institutions									
	a. Bodies Corporate	29	1491287	1492287	21.6779	21.6779			
	b. Individuals holding								
	i. Nominal Share Capital up to Rs.1 lakh	1365	160073	160391	3.7805	3.7805			
	ii. Nominal Share Capital in excess of Rs.1 lakh	2	24835	24835	.361	.361			
	c. Qualified Foreign Investor								
	d. Any Other								
	Clearing Member	1	5	5	.0001	.0001			
	Sub Total (B2)	1397	1776200	1607518	25.8195	25.8195			
	Total Public Shareholding B=(B1)+(B2)	1397	1776200	1607518	25.8195	25.8195			
	Total (A)+(B)	1402	6879300	6710618	100.0000	100.0000			



Code : 538533 Name of the Scrip : - 195E3 Class of Security : Equity Face Value : Rs. 10/-
 a) Statement showing Shareholding Pattern Quarter ended: 31/12/2013

Category Code (I)	Category of Shareholder (II)	No of Share- holders (III)	Total No of Shares (IV)	Total held in Demat Form (V)	As a % of (A+B+C) (VI)	As a % of (A+B+C) (VII)	Shares (VIII) (IX)=(VII) (IV)+100	As a % of (X)=(VIII) (IV)+100
C. Shares held by Custodian & against which Depository Receipts have been issued								
1. Promoter and Promoter Group								
		Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Public								
		1492	6879300	6710618	100.0000			
		Grand Total (A)+(B)+(C)						



2. Individuals Who Provided Family

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1-Index

2. **இந்திய அரசு**

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PREMIUM



982

TEA CO. LTD.

Statement showing details of Locked-in Shares as on 31/12/2013

Page 1

Sl #	Folio/Unit/Qty	Name of the Shareholder	Locked-in Shares as on % of		
			Total No of Shares (i.e.,)	No of Shares Total (A)+(B)+(C)	
Locked-in indicated in Statement of			Shares para (1)(a) above	Presenter/Presenter Group/ Public	
1	1000000	1000000	1000000	1000000	1000000
2	1000000	1000000	1000000	1000000	1000000
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PREMIUM



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TEA CO. LTD.
SICOL / NSOL / COSL SUMMARY Report as on 31/12/2013

| | Holders | Shares | % Oge |
|------------|---------|---------|----------|
| Physical : | 480 | 168682 | 2.4520 |
| NSOL : | 575 | 6496305 | 94.4326 |
| COSL : | 347 | 214313 | 3.1153 |
| | 1402 | 6879300 | 100.0000 |



PREMIUM

8. Public Shareholding

- No of Shares : 1776200
- % of shareholding : 25.8195

19. Promoters and Promoter Group Shareholding

a) Pledged/Encumbered

- No of Shares : Nil
- % of shares : Nil
(as a % of the total shareholding of promoter and promoter group)
- % of shares : Nil
(as a % of the total share capital of the company)

b) Non-encumbered

- No of Shares : 5103100
- % of shares : 100.0000
(as a % of the total shareholding of promoter and promoter group)
- % of shares : 74.1805
(as a % of the total share capital of the company)



WILL BE COMPLETED BY
NEXT AGM
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Certified true copy
For Terai Tea Company Ltd

Company Secretary



TERAI TEA COMPANY LIMITED

REGD. OFFICE : 10, GOVERNMENT PLACE (EAST), 1ST FLOOR, KOLKATA-700 069, INDIA

Telephones : 91-33-4021-4444, Fax : 91-33-2248-9182

E-mail : teraitea@gmail.com • Website : www.teragroup.com



Format of Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: **TERAI TEA COMPANY LIMITED**
Quarter ending on: **December 31st, 2013**

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|-------------------------------------|
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49(IA) | YES | |
| (B) Non-executive Directors' Compensation & Disclosures | 49 (IB) | YES | |
| (C) Other Provisions as to Board and Committees | 49 (IC) | YES | |
| (D) Code of Conduct | (49 (ID) | YES | |
| II. Audit Committee | 49 (II) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | YES | |
| (B) Meeting of Audit Committee | 49 (IIB) | YES | |
| (C) Powers of Audit Committee | 49 (IIC) | YES | |
| (D) Role of Audit Committee | 49 II(D) | YES | |
| (E) Review of Information by Audit Committee | 49 (IIE) | YES | |
| III. Subsidiary Companies | 49 (III) | NA | |
| IV. Disclosures | 49 (IV) | | |
| (A) Basis of Related Party Transactions | 49 (IV A) | YES | |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | YES | |
| (C) Board Disclosures | 49 (IV C) | YES | |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D) | NA | |
| (E) Remuneration of Directors | 49 (IV E) | YES | |
| (F) Management | 49 (IV F) | YES | |
| (G) Shareholders | 49 (IV G) | YES | WILL BE COMPLIED IN NEXT AGM |
| V.CEO/CFO Certification | 49 (V) | YES | WILL BE COMPLIED IN NEXT AGM |
| VI. Report on Corporate Governance | 49 (VI) | YES | WILL BE COMPLIED IN NEXT AGM |
| VII. Compliance | 49 (VII) | NA | WILL BE COMPLIED IN NEXT AGM |

Place: Kolkata
Date 09.01.2014

Certified true copy
For Terai Tea Company Ltd

Company Secretary



Company Secretary

Certified true copy
For Terai Tea Company Ltd

CORPORATE OFFICE : 'AGARWALA HOUSE', SEVOKE ROAD, SECOND MILESTONE, SILIGURI-734 001, WEST BENGAL, INDIA
TEL : (91) (353) 2543 866/857/858, FAX : (91) (353) 2542656, E-mail : slg_teraitea@sancharnet.in

A TERA TEA GROUP ENTERPRISE

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

- (1) For Quarter Ended 31st December, 2013
- (2) ISIN INE390D01011
- (3) Face Value Rs.10/- each
- (4) Name of the Company Terai Tea Company Limited
- (5) Registered Office Address 10, Govt. Place(East), Kolkata-69
- (6) Correspondence Address --do--
- (7) Telephone & Fax Nos. 033-4021 4411/44 Fax.: 033 2248 9182
- (8) Email Address teraitea@gmail.com
- (9) Names of the Stock Exchanges where the Company's securities are listed :

Calcutta, Mumbai, Ahmedabad and Jaipur

| | Number of Shares | % of Total Issued Cap. |
|---|------------------|------------------------|
| (10) Issued Capital | 6879300 | 100% |
| (11) Listed Capital (Exchange-wise)
(as per Company records) | | |
| Kolkata | 6879300 | 100.00% |
| Mumbai | 6879300 | 100.00% |
| Ahmedabad | 6879300 | 100.00% |
| Jaipur | 6879300 | 100.00% |
| (12) Held in dematerialised form in NSDL | 6,496,305 | 94.43 |
| (13) Held in dematerialised form in CDSL | 214,313 | 3.12 |
| (14) Physical | 168,682 | 2.45 |
| (15) Total No. of Shares (12+13+14) | 6879300 | 100.00 |

- (16) Reasons for difference if any, between (10&11), (10&15), (11&15) :

NIL

- (17) Certifying the details of changes in share capital during the quarter under consideration as per Table below :-

| Particulars**** | No. of Shares | Applied/ Not Applied for listing | Listed on Stock Exchanges (Specify Names) | Whether intimated to CDSL | Whether intimated to NSDL | In-prin, appr. Pending for SE (Specify Names) |
|-----------------|---------------|----------------------------------|---|---------------------------|---------------------------|---|
| NA | NA | NA | NA | NA | NA | NA |

****Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)

- (18) Register of Members is updated (Yes/No)
if not, updated upto which date YES
- (19) Reference of previous quarter with regards to excess dematerialised shares, if any. NO
- (20) Has the Company resolved the matter mentioned in point No. 19 above in the current quarter? If not, reason why? N.A.
- (21) Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay :

| Total No. of demat requests | No. of requests | No. of Shares | Reasons for delay |
|-------------------------------|-----------------|---------------|-------------------|
| Confirmed after 21 Days | --nil-- | --nil-- | --nil-- |
| Pending for more than 21 days | --nil-- | --nil-- | --nil-- |

- (22) Name, Telephone & Fax No. of the Compliance Officer of the Company Mr. Roshan Dave, Company Secretary
033-4021 4411/44 Fax.: 033 2248 9182
- (23) Name, Address, Tel. & Fax No., Regn. No. of the Auditor M.R. Goenka, Acs, 46, B.B.Ganguly Street, Kol-1
Phone : 033-2237 9517 CP No. 2551
- (24) Appointment of common agency for share registry work
if yes (name & address) Maheshwari Datamatics (P) Ltd.
6, Mangoe Lane, Kolkata- 700 001
- (25) Any other detail that the auditor may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name etc.)
The Company will apply to some Stock Exchanges for Delisting of its securities.

Place : Kolkata
Date : 08.01.2014



Name of the Company Secretary : Mohan Ram Goenka
C.P.No: 2551





MAHESHWARI DATAMATICS PVT. LTD.

REGD. OFF.: 6, MANGOE LANE (Surendra Mohan Ghosh Sarani), 2ND FLOOR, KOLKATA - 700 001
PHONE : 2243-5029 / 5809, 2248-2248, FAX : (033) 22484787, E.mail : mdpl@cal.vsnl.net.in

TERAI TEA CO. LTD.
10, GOVERNMENT PLACE (EAST)
1ST FLOOR
KOLKATA
700069

Investors' Grievance Report for the quarter 01/10/2013 to 31/12/2013

No of Investor Grievances pending at the beginning : NIL
of the quarter

No of Investor Grievances received during the quarter : 1

No of Investor Grievances replied/resolved during the : 1
quarter

No of Investor Grievances pending at the end of the : NIL
quarter

Break-up of Investors' Grievances received during the quarter

Dividend : 0

Share Certificate : 0

Annual Report : 1

Total : 1

EMPOWERING INVESTORS

For Maheshwari Datamatics Pvt. Ltd.

Registrar

Dated : 02/01/2014



Certified true copy
For Terai Tea Company Ltd

Company Secretary



MAHESHWARI DATAMATICS PVT. LTD.

REGD. OFF : 6, MANGOE LANE (Surendra Mohan Ghosh Sarani), 2ND FLOOR, KOLKATA - 700 001
PHONE : 2243-5029 / 5809, 2248-2248, FAX : (033) 22484787, E.mail : mdpl@cal.vsnl.net.in

02/01/2014

TERAI TEA CO. LTD.
10, GOVERNMENT PLACE (EAST)
1ST FLOOR
KOLKATA
PIN 700069

Dear Sir / Madam

Sub : Compliance Regarding Confirmation Of
Dematerialisation as per Section 54(5) of
(Depositories and Participants) Regulations, 1996

We confirm having sent the Demat Transfer Register for the Period
01/10/2013 to 31/12/2013 to NSDL and CDSL and as well as to all
the Stock Exchanges, where your Shares are listed.

We also hereby confirm having Destroyed/Mutilated/Cancelled all the
securities received from the concerned DPs after Dematerialisation.

You are now requested to send the Certificate as per section 54(5)
of SEBI Depositories and Participants Regulations, 1996, to NSDL and CDSL
as per the format provided earlier.

Thanking You,

Yours faithfully

For MAHESHWARI DATAMATICS PVT. LTD.

REGISTRARS



Certified true copy
For Tera Tea Company Ltd

Company Secretary