

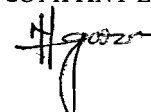
**Quarterly Compliance Report on Corporate Governance**

Name of the Company : Diana Tea Company Limited  
 Quarter ended on : 30<sup>th</sup> September, 2013

Sl. No.	Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I)</b>	<b>Board of Directors</b>	<b>49 (I)</b>		
(A)	Composition of Board	49(I A)	Yes	
(B)	Non-executive Directors' compensation & disclosures	49 (I B)	Yes	
(C)	Other provisions as to Board and Committees	49 (I C)	Yes	
(D)	Code of Conduct	49 (I D)	Yes	
<b>II)</b>	<b>Audit Committee</b>	<b>49 (II)</b>		
(A)	Qualified & Independent Audit Committee	49 (II A)	Yes	
(B)	Meeting of Audit Committee	49 (II B)	Yes	
(C)	Powers of Audit Committee	49 (II C)	Yes	
(D)	Role of Audit Committee	49 (II D)	Yes	
(E)	Review of Information by Audit Committee	49( II E)	Yes	
<b>III)</b>	<b>Subsidiary Companies</b>	<b>49 (III)</b>	N.A	
<b>IV)</b>	<b>Disclosures</b>	<b>49 (IV)</b>		
(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, right issues, preferential issues etc.	49 (IV D)	N.A.	
(E)	Remuneration of Directors	49 (IV E)	Yes	
(F)	Management	49 (IV F)	Yes	
(G)	Shareholders	49 (IV G)	Yes	
<b>V)</b>	<b>CEO/CFO Certification</b>	<b>49 ( V )</b>	Yes	
<b>VI)</b>	<b>Report on Corporate Governance</b>	<b>49 ( VI)</b>	Yes	
<b>VII)</b>	<b>Compliance</b>	<b>49 (VII)</b>	Yes	

Place : Kolkata  
 Date : October 07, 2013

For DIANA TEA COMPANY LIMITED



MANOJ AGARWALA  
 CFO & COMPANY SECRETARY