

ANNEXURE 1 B**Quarterly Compliance Report on Corporate Governance**

Name of the Company : Diana Tea Company Limited
Quarter ended on : 30th September, 2014

| Sl. No. | Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|-------------|---|-----------------------------|--------------------------|---------|
| I) | Board of Directors | 49 (I) | | |
| (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 | |
| II) | Audit Committee | 49 (II) | | |
| (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 | |
| III) | Subsidiary Companies | 49 (III) | N.A | |
| 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, 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 | |
| V) | CEO/CFO Certification | 49 (V) | Yes | |
| VI) | Report on Corporate Governance | 49 (VI) | Yes | |
| VII) | Compliance | 49 (VII) | Yes | |

Place : Kolkata
Date : October 08,, 2014

For DIANA TEA COMPANY LIMITED


MANOJ AGARWALA
COMPANY SECRETARY