

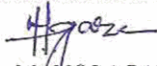
Annexure – XI to the Listing Agreement  
Quarterly Compliance Report on Corporate Governance

Name of the Company : Diana Tea Company Limited  
 Quarter ending on : 31<sup>st</sup> March , 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
© Non-executive Directors' compensation & disclosures	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIIE)	Yes	
(F) Whistle Blower Policy	49(IIIF)	Yes	
<b>III. Audit Committee</b>	49(III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
© Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of Information by Audit Committee	49(IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49(V)	N.A.	
<b>VI. Risk Management</b>	49(VI)	N.A.	
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49(VIII)		
(A) Related party transactions	49(VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	
(C) Remuneration of Directors	49(VIIIC)	Yes	
(D) Management	49(VIIID)	Yes	
(E) Shareholders	49(VIIIE)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues etc.	49(VIIIF)	N.A.	
<b>IX. CEO / CFO Certification</b>	49(IX)	Yes	
X. Report on Corporate Governance	49(X)	Yes	
XI. Compliance	49(XI)	Yes	

Place : Kolkata  
 Date : April 04, 2015

For DIANA TEA COMPANY LIMITED

  
 MANOJ AGARWALA  
 COMPANY SECRETARY