

## Quarterly Compliance Report on Corporate Governance

Name of the Company :: NORBEN TEA & EXPORTS LIMITED

Quarter ending on :: 30TH SEPTEMBER, 2013

| Particulars  | Clause of Listing Agreement | Compliance Status (Yes/No) | Remarks                   |
|--|-----------------------------|----------------------------|---------------------------|
| 1  | 2                           | 3                          | 4                         |
| I. <u>Board of Directors</u>   | 49(I)                       | Y                          |                           |
| (A) Composition of Board   | 49(IA)                      | Y                          |                           |
| (B) Non-Executive Directors' compensation & disclosures                  | 49(IB)                      | Y                          |                           |
| (C) Other provisions as to Board and Committees                          | 49(IC)                      | Y                          |                           |
| (D) Code of Conduct  | 49(ID)                      | Y                          |                           |
| II. <u>Audit Committee</u>   | 49(II)                      | Y                          |                           |
| (A) Qualified & Independent Audit Committee                              | 49(IIA)                     | Y                          |                           |
| (B) Meeting of Audit Committee   | 49(IIB)                     | Y                          |                           |
| (C) Powers of Audit Committee  | 49(IIC)                     | Y                          |                           |
| (D) Role of Audit Committee  | 49(IID)                     | Y                          |                           |
| (E) Review of Information by Audit Committee                             | 49(IIE)                     | Y                          |                           |
| III. <u>Subsidiary Companies</u>   | 49(III)                     | N.A.                       |                           |
| IV. <u>Disclosures</u>   | 49(IV)                      |                            |                           |
| (A) Basis of related party transactions                                  | 49(IVA)                     | Y                          |                           |
| (B) Disclosure of Accounting Treatment                                   | 49(IVB)                     | Y                          |                           |
| (C) Board Disclosures  | 49(IVC)                     | Y                          |                           |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49(IVD)                     | N.A.                       |                           |
| (E) Remuneration of Directors  | 49(IVE)                     | Y                          | complied in Annual Report |
| (F) Management   | 49(IVF)                     | Y                          |                           |
| (G) Shareholders   | 49(IVG)                     | Y                          |                           |
| V. <u>CEO/CFO Certification</u>  | 49(V)                       | Y                          | complied in Annual Report |
| VI. <u>Report on Corporate Governance</u>                                | 49(VI)                      | Y                          | complied in Annual Report |
| VII. <u>Compliance</u>   | 49(VII)                     | Y                          | complied in Annual Report |