



Bengal Tea & Fabrics Limited

CIN No. L51909WB1983PLC036542
Century Towers, 45, Shakespeare Sarani, 4th Floor, Kolkata - 700 017
Telefax : 91-33 2283 6416/6417, e-mail : mail@bengaltea.com
Website : www.bengaltea.com



ISO 9001 : 2008

BTF/SE/2013-14/49/MAR.

8th March, 2014

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
(Scrip Code: 532230)

.....Speed Post

Dear Sir/ Madam,

Sub: Corporate Governance - Quarterly Compliance Report – March, 2014

Pursuant to Clause 49 of the Listing Agreement, we are enclosing herewith the Quarterly Compliance Report on Corporate Governance for the three months ended 31st March, 2014.

This is for your information and record.

Thanking you.

Yours faithfully,
For Bengal Tea & Fabrics Limited


Sunita Shah
Company Secretary

Encl.: As above



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Quarterly Compliance Report on Corporate Governance

Name of the Company **Bengal Tea & Fabrics Limited**
Quarter Ending on **31.03.2014**

| Particulars | Clause of Listing Agreement | Compliance Status (Yes/No/N.A.) | 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 & 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) | Not Applicable | |
| 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) | Not Applicable | |
| (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 | Will be Complied in the next Annual Report |
| VII. Compliance | 49 (VII) | Yes | |

Kolkata
Date: 08.04.2014

For Bengal Tea & Fabrics Limited


Sunita Shah
Company Secretary