

**THE PERIA KARAMALAI TEA & PRODUCE COMPANY LIMITED**

**Compliance Report on Corporate Governance  
Quarter ended 31<sup>st</sup> March 2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/NA	Remarks
<b>II. Board of Directors</b>	49 (II)		
A) Composition of Board	49 (IIA)	Yes	
B) Independent Directors	49 (IIB)	Yes	Complied except 4b,5 and 7
B) Non-executive Directors' Compensation & disclosures	49(IIC)	NA	
C) Other provisions as to Board and Committees	49 (IID)	Yes	
D) Code of Conduct	49 (IIE)	Yes	Complied except 49(IIE.3)
E) Whistle Blower Policy	49 (IIF)	Yes	Complied except 49 (IIF.3)
<b>III. Audit Committee</b>	49 (III)		
A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
B) Meeting of Audit Committee	49 (IIIB)	Yes	
C) 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)	NA	
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
A) Related Party transactions	49 (VIIIA)	Yes	Complied except 49 (VIIIA.2)
B) Disclosure of Accounting treatment	49 (VIIIB)	NA	
C) Remuneration of Directors	49 (VIIIC)	NA	Will be complied in the next Annual Report
D) Management	49 (VIIID)	NA	Will be complied in the next Annual Report
E) Shareholders	49 (VIIIE)	NA	Will be complied in the next Annual Report
F) Proceeds from public issues, rights Issues, preferential issues etc.	49 (IVD)	NA	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	
<b>X. Report on Corporate Governance</b>	49 (X)	NA	Will be complied in the next Annual Report
<b>XI. Compliance</b>	49 (XI)	NA	Will be complied in the next Annual Report



For THE PERIA KARAMALAI TEA & PRODUCE CO. LTD

  
 (R.V. SRIDHARAN)  
 Chief Financial Officer &  
 Company Secretary