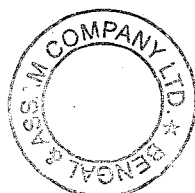


COMPLIANCE REPORT ON CORPORATE GOVERNANCE

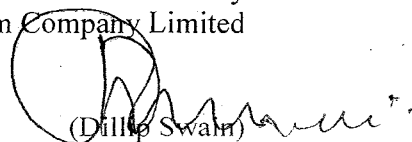
Name of the Company : Bengal & Assam Company Limited
As on : 31st December 2010

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/ N.A.	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49 (IA)	Yes	---
(B) Non- executive Directors' compensation & disclosures	49 (IB)	Yes	---
(C) Other provisions as to Board and Committees	49 (IC)	Yes	---
(D) Code of Conduct	49 (ID)	Yes	---
II. Audit Committee	49 (II)		
(H) Qualified & Independent Audit Committee	49 (IIA)	Yes	---
(B) Meeting of Audit Committee	49 (IIB)	Yes	---
(C) Powers of Audit Committee	49 (IIC)	Yes	---
(D) Role of Audit Committee	49 (IID)	Yes	---
(E) Review of Information by Audit Committee	49 (IIE)	Yes	---
III. Subsidiary Companies	49 (III)	Yes	---
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)	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	---

Dated : 11th January, 2011



Yours Faithfully
For Bengal & Assam Company Limited


 (Dilip Swain)
 Company Secretary