

Auditors' Certificate on Compliance with the Conditions of Corporate Governance
To the Members of Eastern Coalfields Limited.

We have examined the compliance of conditions of Corporate Governance by Eastern Coalfields Limited (the Company) for the year ended 31st March 2011.

The compliance of conditions of corporate governance is the responsibility of the management. The Company is the subsidiary of Coal India Limited, a listed Govt Co and the shares of the subsidiary Company are also not listed in any stock exchange so that Clause 49 of the listing agreement is not applicable. Under the circumstances our examination was carried out in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best our information and according to the explanations given to us, we certify that the Company has generally complied with the conditions of Corporate Governance.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency with which the management has conducted the affairs of the Company.

Dated :

For **DUTTA SARKAR & CO.**
Chartered Accountants

Place : Santoria, Asansol



B.K. Dutta,

(B.K. Dutta)
Partner
Membership No. - 016175