

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

TO THE MEMBERS OF SOURCE NATURAL FOODS AND HERBAL SUPPLEMENTS LIMITED

We have examined the compliance of conditions of corporate Governance by SOURCE NATURAL FOODS AND HERBAL SUPPLEMENTS LIMITED , for the year ended 31st March,2012, as stipulated in clause 49 of the Listing Agreements of the said Company with stock Exchange (s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the 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 of our information and according to the explanations given to us, and the representation made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that based on report given by the Registrars of the Company to the Investors Grievance Committee, as on March 31, 2012, there were no investor grievance matters against the Company remaining unattended pending for more than 30 days.

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

For Vijay Narayan & Co,
Firm registration No.010917S
Chartered Accountants

Sd/-

Vijay N. Kale

Proprietor

Membership No.020322

Place: Hyderabad

Date: August 14, 2012