

**Quarterly Compliance Report on Corporate Governance Clause 49 of Listing Agreement**

Name of the Company : Torrent Power Limited

Date of submission : 11<sup>th</sup> July, 2014

SCRIP CODE : 532779

Quarter ending on : 30-Jun-2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 I	-	-
(A) Composition of Board	49 I A	Yes	-
(B) Non-executive Director's Compensation and disclosures	49 I B	Yes	-
(C) Other provisions as to Board and Committees	49 I C	Yes	-
(D) Code of Conduct	49 I D	Yes	Affirmation forms part of Annual Report for FY 2013-14.
<b>II. Audit Committee</b>	49 II	-	-
(A) Qualified and 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	-
<b>III. (I) Subsidiary Companies</b>	49 III	Yes	-
<b>IV. Disclosures</b>	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	Yes	-
(E) Remuneration of Directors	49 IV E	Yes	Complied with in the Annual Report for FY 2013-14.
(F) Management	49 IV F	Yes	Complied with in the Annual Report for FY 2013-14.
(G) Shareholders	49 IV G	Yes	-
<b>V. (V) CEO/CFO Certification</b>	49 V	Yes	-
<b>VI. (I) Report on Corporate Governance</b>	49 VI	Yes	Complied with in the Annual Report for FY 2013-14.
<b>VII. (I) Compliance</b>	49 VII	Yes	Complied with in the Annual Report for FY 2013-14.