

Quarterly Compliance Report on Corporate Governance

Name of the Company: Torrent Power Limited

Quarter ending on : 31-Dec-2012

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	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 2011-12.
II. Audit Committee	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	-
III. (I) 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	NA	-
(E) Remuneration of Directors	49 IV E	Yes	Complied with in the Annual Report for FY 2011-12.
(F) Management	49 IV F	Yes	Complied with in the Annual Report for FY 2011-12.
(G) Shareholders	49 IV G	Yes	-
V. (V) CEO/CFO Certification	49 V	Yes	-
VI. (I) Report on Corporate Governance	49 VI	Yes	Complied with in the Annual Report for FY 2011-12.
VII. (I) Compliance	49 VII	Yes	Complied with in the Annual Report for FY 2011-12.