

Name of the Company: Torrent Power Limited

Quarter ending on: 30-Jun-2012

| Particulars | | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
|-------------|--|-----------------------------------|--------------------------------|---|
| 1. | Board of Directors | 49 | | - |
| | (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 | - |
| ı | (D) Code of Conduct | 491D | 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 | _ |
| 111. | (I) Subsidiary Companies | 49 | 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. |

