



5<sup>th</sup> January, 2012

**Mr. Gopalkrishnan Iyer, GM, DCS-CRD**  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.  
Fax # 022- 22723121/ 2037  
22722041/3719  
22722039/2061

**The Secretary**  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G-Block,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai – 400 051.  
Fax # 022- 26598237/38  
26598191

Dear Sirs,

**Sub. Compliance of Clause 49 of the Listing Agreement**  
**(Scrip Code: BSE – 500 303; NSE - ABIRLANUVO)**

Pursuant to Clause 49 of the Listing Agreement, we are sending herewith the Quarterly Compliance Report for the quarter ended 31<sup>st</sup> December, 2011.

Hope you will find it in order.

Please acknowledge receipt.

Thanking you,

Yours faithfully,  
For **Aditya Birla Nuvo Limited**

**Devendra Bhandari**  
**Jt. President & Company Secretary**



Encl : As above.

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : ADITYA BIRLA NUVO LIMITED  
 QUARTER ENDING ON : 31<sup>st</sup> DECEMBER, 2011

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
(1)	(2)	(3)	(4)
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of Board	49 (I A)	Yes	-
(B) Non-executive Directors Compensation 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	-
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & 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. 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	-
(F) Management	49 (IV F)	Yes	-
(G) Shareholders	49 (IV G)	Yes	-
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	-
<b>VII. Compliance</b>	49 (VII)	Yes	-



For Aditya Birla Nuvo Limited

*Devendra Bhandari*

Devendra Bhandari

Jt. President & Company Secretary