



January 2, 2014

Mr. Gopalkrishnan Iyer, GM, DCS-CRD
BSE 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, 5th 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 – 500303: NSE – ABIRLANUVO)

Pursuant to Clause 49 of the Listing Agreement, we are sending herewith the Quarterly Compliance Report for the quarter ended 31st December, 2013.

Hope you will find in order

Please acknowledge receipt.

Thanking you,

Yours faithfully,

For **Aditya Birla Nuvo Limited**

Hutokshi Wadia

Vice President & Company Secretary

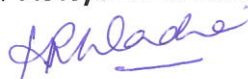
Encl : As above

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : ADITYA BIRLA NUVO LIMITED
 QUARTER ENDING ON : 31st DECEMBER, 2013

| Particulars | Clause of Listing Agreement | Compliance Status (Yes/No) | Remarks |
|--|-----------------------------|----------------------------|---------|
| (1) | (2) | (3) | (4) |
| I. Board of Directors | 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 | - |
| II. Audit Committee | 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 | - |
| III. 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) | Yes | - |
| (E) Remuneration of Directors | 49 (IV E) | Yes | - |
| (F) Management | 49 (IV F) | Yes | - |
| (G) Shareholders | 49 (IV G) | Yes | - |
| V. CEO/CFO Certification | 49 (V) | Yes | |
| VI. Report on Corporate Governance | 49 (VI) | Yes | - |
| VII. Compliance | 49 (VII) | Yes | - |

For Aditya Birla Nuvo Limited



Hutokshi Wadia
 Vice President & Company Secretary

