



Ref. No.: ABNL/CFD/SD/MUM/0392

January 14, 2015

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 Sir/Madam,

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, 2014.

Hope you will find the same in order.

Please acknowledge receipt.

Thanking you.

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

Hutokshi Wadia
Vice President & Company Secretary



Encl : As above

Aditya Birla Nuvo Ltd.
Corporate Finance Division
Aditya Birla Centre, 'A' Wing, 4th Floor,
S.K. Ahire Marg, Worli, Mumbai 400 030. India

Telephone +91 22 66525000, 24995000
Fax +91 22 66525821, 24995821
E-mail nuvo.cfd@adityabirla.com

Website www.adityabirlanuvo.com
www.adityabirla.com
CIN L17199GJ1956PLC001107

Quarterly Compliance report on Corporate Governance

Name of the Company : Aditya Birla Nuvo Limited
 Quarter ending on : 31st December, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
A. Composition of Board	49 (II A)	Yes	-
B. Independent Directors	49 (II B)	Yes	-
C. Non-executive Directors' compensation & disclosures	49 (II C)	Yes	-
D. Other provisions as to Board and Committees	49 (II D)	Yes	-
E. Code of Conduct	49 (II E)	Yes	-
F. Whistle Blower Policy	49 (II F)	Yes	-
III. Audit Committee	49 III		
A. Qualified & Independent Audit Committee	49 (III A)	Yes	-
B. Meeting of Audit Committee	49 (III B)	Yes	-
C. Powers of Audit Committee	49 (III C)	Yes	-
D. Role of Audit Committee	49 (III D)	Yes	-
E. Review of Information by Audit Committee	49 (III E)	Yes	-
IV. Nomination and Remuneration Committee	49(IV)	Yes	-
V. Subsidiary Companies	49 (V)	Yes	-
VI. Risk Management	49(VI)	Yes	-
VII. Related Party Transactions	49(VII)	Yes	-
VIII. Disclosures	49 (VIII)		
A. Related party transactions	49 (VIII A)	Yes	-
B. Disclosure of Accounting Treatment	49 (VIII B)	N.A.	-
C. Remuneration of Directors	49 (VIII C)	Yes	-
D. Management	49 (VIII D)	Yes	-
E. Shareholders	49 (VIII E)	Yes	-
F. Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII I)	N.A.	-
IX. CEO/ CFO Certification	49 (IX)	Yes	-
X. Report on Corporate Governance	49 (X)	Yes	-
XI. Compliance	49 (XI)	Yes	-



For Aditya Birla Nuvo Limited

Hutokshi Wadia

Hutokshi Wadia
Vice President & Company Secretary

Note:

- 1) The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- 2) In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (VII).
- 3) In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.