

**KALPA-TARU®****KALPATARU POWER TRANSMISSION LIMITED**

Factory &amp; Registered Office :

Plot No. 101, Part III, G.I.D.C. Estate, Sector-28,  
Gandhinagar-382 028, Gujarat. India.

Tel +91 79 232 14000

Fax +91 79 232 11951/52/58/60/66/68/71

Email : mktg@kalpatarupower.com

CIN:L40100GJ1981PLC004281

KPTL/14-15/  
January 12, 2015BSE Ltd.  
Bombay Stock Exchange Ltd.  
Corporate Relationship Department  
1st Floor, Rotunda Building,  
P.J. Towers Dalal Street, Fort  
MUMBAI - 400 001The Manager - Listing Department  
National Stock Exchange of India Ltd.  
"Exchange Plaza, C - 1, Block "G"  
Bandra-Kurla Complex,  
Bandra (East)  
MUMBAI - 400 051

Scrip Code : 522287

Scrip Code : KALPATPOWR

**Corporate Governance Report for the quarter ended on December, 31, 2014 as per Clause 49 of the Listing Agreement**

Particulars	Clause of Listing Agreement	Compliance Status	Remarks
<b>II. Board of Directors</b>	49 II		
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Director's	49 (IIB)	Yes	-
(C) Non - Executive Director's Compensation &	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of Conduct	49(IIE)	Yes	Will comply while preparing the Annual Report for the year ended 2014-15
(F) Whistle Blower Policy	49(IIF)	Yes	-
<b>III. Audit Committee</b>	49 III		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee	49 (IIIC)	Yes	-
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	-
<b>IV. Nomination and Remuneration Committee</b>	49 IV	Yes	-
<b>V. Subsidiary Companies</b>	49 V	Yes	-
<b>VI. Risk Management</b>	49 VI	Yes	-
<b>VII. Related Party Transactions</b>	49 VII	Yes	-
<b>VIII. Disclosures</b>	49 VIII		
(A) Related Party Transactions	49 (VIIIA)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	-
(C) Remuneration of Directors	49 (VIIIC)	Yes	Will comply while preparing the Annual Report for the year ended 2014-15
(D) Management	49 (VIIID)	Yes	Will comply while preparing the Annual Report for the year ended 2014-15
(E) Shareholders	49 (VIIIE)	N.A.	Will comply with as and when Applicable
(F) Proceeds from public issues, right issues, preferential issues etc.	49 (VIIIF)	N.A.	-
<b>IX. CEO/CFO Certificate</b>	49 IX	Yes	Will comply while preparing the Annual Report for the year ended 2014-15
<b>X. Report on Corporate Governance</b>	49 X	Yes	Will comply while preparing the Annual Report for the year ended 2014-15
<b>XI. Compliance</b>	49 XI	Yes	Will comply while preparing the Annual Report for the year ended 2014-15

For Kalpataru Power Transmission Ltd.

Rahul C. Shah  
Company SecretaryPlace : Gandhinagar  
Date : January 12, 2015**ISO 9001 CERTIFIED COMPANY**Corporate Office : 81, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (E), Mumbai 400 055, India.  
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