

**KALPATARU®****KALPATARU POWER TRANSMISSION LIMITED****Factory & Registered Office :**

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

KPTL/12-13/1218

January 5, 2013

The Deputy General Manager  
 The Bombay Stock Exchange Ltd.  
 Corporate Relationship Department  
 1st Floor, Rotunda Building,  
 P.J. Towers Dalal Street, Fort  
 MUMBAI - 400 001

Scrip Code : 522287

## Corporate Governance Report for the quarter ended on December, 31, 2012 as per Clause 49 of the Listing Agreement

Particulars	Clause of Listing Agreement	Compliance Status	Remarks
<b>Board of Directors</b>	49 I		
(A) Composition of Board	49 (IA)	Yes	-
(B) Non - Executive Director's compensation & disclosures	49 (IB)	Yes	-
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	Will be complied while preparing the Annual Report for the year ended 2012-13
<b>II. Audit Committee</b>	49 II		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIB)	Yes	-
(C) Powers of Audit Committee	49 (IIC)	Yes	-
(D) Role of Audit Committee	49 (IID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIE)	Yes	-
<b>III. Subsidiary Companies</b>	49 III	Yes	-
<b>IV. Disclosures</b>	49 IV		
(A) Basis of related party transactions	49 (IVA)	Yes	-
(B) Disclosure of Accounting Treatment	49 (IVB)	Yes	-
(C) Board Disclosures	49 (IVC)	Yes	-
(D) Proceeds from public issues, right issues, preferential issues etc.	49 (IVD)	Yes	As no fund is raise during the year.
(E) Remuneration of Directors	49 (IVE)	Yes	Will be complied while preparing the Annual Report for the year ended 2012-13
(F) Management	49 (IVF)	Yes	Will be complied while preparing the Annual Report for the year ended 2012-13
(G) Shareholders	49 (IVG)	Yes	-
<b>V. CEO/CFO Certificate</b>	49 V	Yes	Will be complied while preparing the Annual Report for the year ended 2012-13
<b>VI. Report on Corporate Governance</b>	49 VI	Yes	Will be complied while preparing the Annual Report for the year ended 2012-13
<b>VII. Compliance</b>	49 VII	Yes	Will be complied while preparing the Annual Report for the year ended 2012-13

For Kalpataru Power Transmission Ltd.

  
 Bajrang Ramdharani  
 VP-Finance & Company Secretary

Place : Gandhinagar

Date : January 5, 2013

**ISO 9001 CERTIFIED COMPANY**

Corporate Office : 81, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (E), Mumbai 400 055. India.

Tel + 91 22 3064 5000 \* Fax + 91 22 3064 2500 \* www.kalpatarupower.com