

Date : July 14, 2015

The Manager  
Dept. of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
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Mumbai 400 001  
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**BSE Scrip Code : 532939**

The Asst Vice President  
Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, C-1, Block G  
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Mumbai 400 051  
Telephone: 2659 8235 / 8236 / 8458  
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Email : [cmlist@nse.co.in](mailto:cmlist@nse.co.in) /  
[neaps@nse.co.in](mailto:neaps@nse.co.in)  
**NSE Symbol : RPOWER**

Dear Sirs,

**Sub: Compliance Report on Corporate Governance for the quarter ended June 30, 2015**

Pursuant to the requirements of Clause 49 of the Listing Agreement entered into with you, we submit herewith the Compliance Report on Corporate Governance for the quarter ended June 30, 2015.

We confirm that the Company is in compliance with the provisions of Clause 49 of the Listing Agreement.

Yours faithfully  
For Reliance Power Limited



**Ramaswami Kalidas**  
**Company Secretary and Manager**



Encl: As above

### Quarterly Compliance Report on Corporate Governance

Name of the Company: Reliance Power Limited

Quarter ending on: June 30, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
<b>II Board of Directors</b>	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	Yes	
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(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 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIII F)	Yes	



IX.CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

For Reliance Power Limited



**Ramaswami Kalidas**  
Company Secretary and Manager



Date: July 14, 2015