

Date : January 15, 2015

The Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Telephone: 2272 8013 / 8015 / 8058 / 8307
Fax : 2272 2037 / 39 / 41 / 3121/ 3719
Email : corp.relations@bseindia.com /
corp.compliance@bseindia.com
BSE Scrip Code : 532939

The Asst Vice President
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra-Kurla Complex, Bandra (East)
Mumbai 400 051
Telephone: 2659 8235 / 8236 / 8458
Fax : 2659 8237/38 / 66418124 / 25
Email : cmlist@nse.co.in /
neaps@nse.co.in
NSE Symbol : RPOWER

Dear Sirs,

**Sub: Compliance Report on Corporate Governance for the quarter ended
December 31, 2014**

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 December 31, 2014.

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: December 31, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
II Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	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)	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



Date : January 15, 2015