



Ref: SEC/SE/2013-14

Date: 05.04.2013

Corporate Relation Department
Bombay Stock Exchange Ltd.
1st Floor, Rotunda Building
Dalal Street,
Mumbai – 400 001.
Fax No. 022-22722041

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra – Kurla Complex
Bandra (E)
Mumbai – 400 051.
Fax No. 022-26598347/48

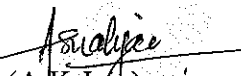
Sub: Quarterly Compliance Report on Corporate Governance.

Dear Sir,

Pursuant to provisions of clause 49 of the Listing Agreement, please find enclosed herewith the Quarterly Compliance Report, in the prescribed format, for the Quarter ended 31st March, 2013 regarding compliance with the provisions of aforesaid Clause by the Company.

Thanking you,

Yours faithfully
For Dabur India Limited


(A K Jain)
Sr. GM (Finance) and Company Secretary

Encl: as above



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **DABUR INDIA LIMITED**

Quarter ending on **31st March, 2013**

| Particulars | Clause of Listing Agreement | Compliance Status (Yes/No/NA) | Remarks |
|--|-----------------------------|-------------------------------|---------|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 49 I | | |
| (A) Composition of the Board | 49(IA) | Yes | |
| (B) Non-executive Directors' compensation & disclosures | 49(IB) | Yes | |
| (C) Other provisions as to Board and Committees | 49(IC) | Yes | |
| (D) Code of Conduct | 49(ID) | Yes | |
| II. Audit Committee | 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 | |
| III. Subsidiary Companies | 49(III) | | |
| (i) Nomination of one independent director on the Board of the material unlisted Indian subsidiaries | 49(III)(i) | N.A. | |
| (ii) Review by Audit Committee of the financial statements, particularly the investments of unlisted Indian subsidiaries | 49(III)(ii) | Yes | |
| (iii) Review by Board the board minutes and significant transactions of unlisted subsidiaries | 49(III)(iii) | Yes | |
| IV. Disclosures | 49(IV) | | |
| (A) Basis of related party transactions | 49(IVA) | Yes | |
| (B) Disclosure of Accounting Treatment | 49(IVB) | Yes | |
| (C) Board Disclosures – Risk Management | 49(IVC) | Yes | |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49(IVD) | N.A. | |
| (E) Remuneration of Directors | 49(IVE) | Yes | |
| (F) Management | 49(IVF) | Yes | |
| (G) Shareholders | 49(IVG) | Yes | |
| V. CEO/CFO certification | 49(V) | Yes | |
| VI. Report on Corporate Governance | 49(VI) | Yes | |
| VII. Compliance | 49(VII) | Yes | |

For DABUR INDIA LIMITED

(Signature)
(AK JAIN)

SR. GENERAL MANAGER (FINANCE)
& COMPANY SECRETARY

New Delhi
April 05, 2013