

Ref: SEC/SE/2012-13

Date: 09.07.2012

Corporate Relation Department  
Bombay Stock Exchange Ltd.  
1<sup>st</sup> 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 30<sup>th</sup> June, 2012 regarding compliance with the provisions of aforesaid Clause by the Company.

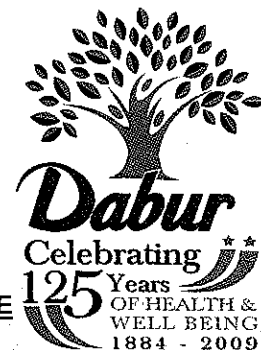
Thanking you,

Yours faithfully  
For Dabur India Limited

  
(A K Jain)

Sr. GM (Finance) and Company Secretary

Encl: as above



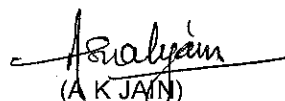
**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

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

Quarter ending on **30<sup>th</sup> June, 2012**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/NA)	Remarks
1	2	3	4
<b>I. Board of Directors</b>	<b>49 I</b>		
(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	
<b>II. Audit Committee</b>	<b>49 II</b>		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	
(B) Meeting of Audit Committee	49(II B)	Yes	
(C) Powers of Audit Committee	49(II C)	Yes	
(D) Role of Audit Committee	49(II D)	Yes	
(E) Review of Information by Audit Committee	49(II E)	Yes	
<b>III. Subsidiary Companies</b>	<b>49(III)</b>		
(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	
<b>IV. Disclosures</b>	<b>49(IV)</b>		
(A) Basis of related party transactions	49(IV A)	Yes	
(B) Disclosure of Accounting Treatment	49(IV B)	Yes	
(C) Board Disclosures – Risk Management	49(IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IV D)	N.A.	
(E) Remuneration of Directors	49(IV E)	Yes	
(F) Management	49(IV F)	Yes	
(G) Shareholders	49(IV G)	Yes	
<b>V. CEO/CFO certification</b>	<b>49(V)</b>	<b>Yes</b>	
<b>VI. Report on Corporate Governance</b>	<b>49(VI)</b>	<b>Yes</b>	
<b>VII. Compliance</b>	<b>49(VII)</b>	<b>Yes</b>	

For DABUR INDIA LIMITED

  
 (A K JAIN)

SR. GENERAL MANAGER (FINANCE)  
& COMPANY SECRETARY

New Delhi  
July 09, 2012