



Ref: SEC/SE/2012

Date: 10.01.2012

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 December, 2011 regarding compliance with the provisions of aforesaid Clause by the Company.

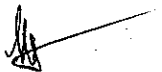
Thanking you,

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 December, 2011**

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


 (A K JAIN)

SR. GENERAL MANAGER (FINANCE)
& COMPANY SECRETARY

New Delhi
January 09, 2012