



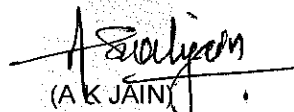
**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

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

Quarter ending on 31<sup>st</sup> December, 2010

| 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(IVA)                     | 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)

GENERAL MANAGER (FINANCE)  
& COMPANY SECRETARY

New Delhi  
January 13, 2011