

**AVL/SEC/CG/2014-15**

**Date: 9<sup>th</sup> July, 2014**

To,  
The Corporate Relations Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

Dear Sir,

Sub: Corporate Governance Report for the quarter ended 30<sup>th</sup> June, 2014  
Ref: Clause 49 of the Listing Agreement; Scrip Code -532406

We herewith enclose **Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement** for the quarter ended 30<sup>th</sup> June, 2014.

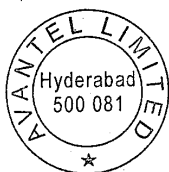
Thanking you,

Yours truly,

For Avantel Limited



Sonā Rajora  
Company Secretary



Encl: as above.

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## Avantel Limited

### Regd. Office & Production Unit

Plot No : 47/P, APIIC Industrial Park  
Gambheeram (V), Anandapuram (M)  
Visakhapatnam - 531 163. A.P.  
Tel : +91-891-6698000  
Fax : +91-891-6698004

### Corporate Office

Plot No. 16, Sector-III, HUDA Techno Enclave  
Opp. K. Raheja IT Park, Madhapur  
Hyderabad - 500 081. India  
Tel : +91-40-6630 5000  
Fax : +91-40-6630 5004

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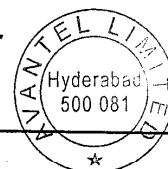
**CIN: L72200AP1990PLC011334**

**Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement**

**Name of the Company: AVANTEL LIMITED**  
**Quarter ending on: 30<sup>th</sup> June, 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	Refer Note No.1
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	No remuneration was paid to Non- Executive directors and sitting fee being paid is disclosed in Annual Report.
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	49 (ID)	Yes	
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	Refer Note No.2
(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	
<b>III. Subsidiary Companies</b>	49 (III)	<b>N.A</b>	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	<b>N.A</b>	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	<b>N.A</b>	
(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>	49 (V)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	Yes	

*Ana Pajera*



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**Note 1: Composition of Board Meeting**

The following are the Board of Directors:

Maj Gen (Retd) Dr. Rajinder Kumar Bagga, AVSM	: Chairman*
Dr. A. Vidya Sagar	: Managing Director**
Shri N. Naveen	: Director*
Shri Y. Kishore	: Director*
Maj Gen (Retd) Subramaniya Balakrishnan	: Additional Director***
Mrs. A. Sarada	: Whole-Time Director**

\*Independent Non-Executive Director

\*\*Promoter and Executive Director

\*\*\* Non Executive Director

Mrs A Sarada was appointed as Whole-Time Director in the Board meeting held on 14th May, 2014 subject to the approval of shareholders.

**Note 2: Composition of Audit Committee**

The following directors constitute the Audit Committee

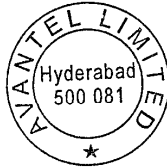
Shri N Naveen	Chairman
Maj Gen (Retd) Dr. R.K. Bagga, AVSM	Member
Shri Y Kishore	Member

An Audit Committee Meeting was held on 14<sup>th</sup> May, 2014 to consider the Audited Financial Results for the Fourth Quarter and Financial year ended 31<sup>st</sup> march, 2014.

Yours truly,

For Avantel Limited

  
Sona Rajora  
Company Secretary



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