

Date: 15/07/2015

To  
The Corporate Relationship Department,  
BSE Limited,  
P.J. Towers,  
Dalal Street,  
Mumbai-400001

Dear Sir/Madam,

**Sub: Quarterly Report on Compliance of Corporate Governance.**  
**Ref: Clause 49 of the Listing Agreement; Scrip Code: 532406**

Pursuant to Clause 49 of the Listing Agreement, please find enclosed herewith Corporate Governance Report for the quarter ended 30<sup>th</sup> June, 2015.

This is for your information and records.

Thanking you.

Yours faithfully,

For Avantel Limited

  
**Lokesh Agarwal**  
Company Secretary



**Avantel Limited**  
Registered Office

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

CIN - L72200AP1990PLC011334

[www.avantel.in](http://www.avantel.in)  
[info@avantel.in](mailto:info@avantel.in)

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**Name of the Company:** AVANTEL LIMITED  
**Scrip Code :** 532406  
**Quarter ending on :** 30<sup>th</sup> June, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	<b>YES</b>	
(B) Independent Directors	49 (IIB)	<b>YES</b>	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	<b>YES</b>	No remuneration was paid to Non-Executive directors and sitting fee being paid is disclosed in Annual Report.
(D) Other provisions as to Board and Committees	49 (IID)	<b>YES</b>	
(E) Code of Conduct	49 (IIE)	<b>YES</b>	
(F) Whistle Blower Policy	49 (IIF)	<b>YES</b>	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	<b>YES</b>	
(B) Meeting of Audit Committee	49 (IIIB)	<b>YES</b>	
(C) Powers of Audit Committee	49 (IIIC)	<b>YES</b>	
(D) Role of Audit Committee	49 (IIID)	<b>YES</b>	
(E) Review of Information by Audit Committee	49 (IIIE)	<b>YES</b>	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	<b>YES</b>	
<b>V. Subsidiary Companies</b>	49 (V)	<b>N.A</b>	
<b>VI. Risk Management</b>	49 (VI)	<b>N.A</b>	
<b>VII. Related Party Transactions</b>	49 (VII)	<b>YES</b>	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	<b>YES</b>	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	<b>YES</b>	
(C) Remuneration of Directors	49 (VIII C)	<b>YES</b>	
(D) Management	49 (VIII D)	<b>YES</b>	---
(E) Shareholders	49 (VIII E)	<b>YES</b>	---

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(F) Proceeds from public issues, rights	49 (VIII F)	N.A	---
IX. CEO/CFO Certification	49 (IX)	YES	Will be complied in the next Annual Report
X. Report on Corporate Governance	49 (X)	YES	Will be complied in the next Annual Report
XI. Compliance	49 (XI)	YES	Will be complied in the next Annual Report

This is for your information and necessary records.

For Avantel Limited



**Lokesh Agarwal**  
Company Secretary



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