

AVL/SEC/CG/2014-15

03.04.2014

**The Corporate Relations Department,
BSE Limited,
1st Floor, New Trading Ring,
Rotunga Building, P.J.Towers,
Dalal Street, Fort,
MUMBAI – 400 001.**

BSE Code No. 532406

Dear Sir,

Sub: Corporate Governance Report -reg
Ref: Clause 49 of the Listing Agreement

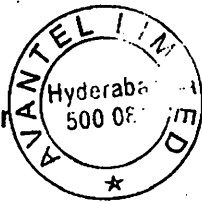
We herewith enclose quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement for the quarter ended 31.03.2014.

Thanking you,

Yours truly,

For Avantel Limited


M S S Prasad
Compliance Officer



Encl: as above.

Avantel Limited

Regd. Office & Production Unit

Plot No : 47/P, APIC 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

www.avantel.in
info@avantel.in

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

Name of the Company: AVANTEL LIMITED
Quarter ending on: 31.03.2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	Refer Note No.1 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	
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)	N.A	
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	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	
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

For Avantel Limited


 Compliance Officer

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) Subramanaiya Balakrishnan	: Additional Director***

*Independent Non-Executive Director

**Promoter and Executive Director

*** Non Executive Director

Note 2: 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 10th February, 2014 to consider the Un Audited Financial Results for the Third Quarter and Nine Months period ended 31.12.2013. All the members of the Committee were present at the meeting.

Yours truly,

For Avantel Limited


M S S Prasad
Compliance officer

