

Date :- 10.10.2015

To,  
The Manager (Listing)  
Bombay Stock Exchange Limited  
P. J. Towers, Dalal Street Fort,  
Mumbai.

Dear Sir,

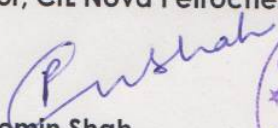
**Sub: Corporate Governance Report for the Quarter ended 30.09.2015**  
**Clause 49 of the Listing Agreement**

With reference to above we are enclosing Quarterly Report for the quarter ended 30.09.2015 under clause 49 of Listing Agreement.

Kindly acknowledge the receipt of the same.

Thanking You,

For, CIL Nova Petrochemicals Limited

  
Romin Shah  
Company Secretary



CC to :- 1)

The Manager (Listing),  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E)  
Mumbai.

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

**Name of the Company: CIL Nova Petrochemicals Limited**  
**Quarter ending on : 30<sup>th</sup> September, 2015**

| Particulars   | Clause of Listing agreement | Compliance Status Yes/No | Remarks   |
|---|-----------------------------|--------------------------|---|
| <b>II. Board of Directors</b>   | 49 (II)                     | YES                      | Nil   |
| (A) Composition of Board  | 49 (IIA)                    | YES                      | Nil   |
| (B) Independent Directors   | 49 (IIB)                    | YES                      | Nil   |
| (C) Non-executive Directors' compensation & disclosures                 | 49 (IIC)                    | YES                      | Nil   |
| (D) Other provisions as to Board and Committees                         | 49 (IID)                    | YES                      | Nil   |
| (E) Code of Conduct   | 49 (IIE)                    | YES                      | Nil   |
| (F) Whistle Blower Policy   | 49 (IIF)                    | YES                      | Nil   |
| <b>III. Audit Committee</b>   | 49 (III)                    | YES                      | Nil   |
| (A) Qualified & Independent Audit Committee                             | 49 (IIIA)                   | YES                      | Nil   |
| (B) Meeting of Audit Committee  | 49 (IIIB)                   | YES                      | Nil   |
| (C) Powers of Audit Committee   | 49 (IIIC)                   | YES                      | Nil   |
| (D) Role of Audit Committee   | 49 (IIID)                   | YES                      | Nil   |
| (E) Review of Information by Audit Committee                            | 49 (IIIE)                   | YES                      | Nil   |
| <b>IV. Nomination and Remuneration Committee</b>                        | 49 (IV)                     | YES                      | Nil   |
| <b>V. Subsidiary Companies</b>  | 49 (V)                      | N.A                      | The Company does not have any Subsidiary.   |
| <b>VI. Risk Management</b>  | 49 (VI)                     | YES                      | Nil   |
| <b>VII. Related Party Transaction</b>                                   | 49 (VII)                    | YES                      | Nil   |
| <b>VIII. Disclosures</b>  | 49 (VIII)                   | YES                      | Nil   |
| (A) Related party transactions  | 49 (VIII A)                 | YES                      | Nil   |
| (B) Disclosure of Accounting Treatment                                  | 49 (VIII B)                 | YES                      | Nil   |
| (C) Remuneration of Directors   | 49 (VIII C)                 | YES                      | Nil   |
| (D) Management  | 49 (VIII D)                 | YES                      | Nil   |
| (E) Shareholders  | 49 (VIII E)                 | YES                      | Nil   |
| (F) Proceeds from public issues, rights issue, preferential issues, etc | 49 (VIII F)                 | N.A                      | The company was listed pursuant to change in capital structure due to demerger hence question of IPO proceeds does not arise. |
| <b>IX. CEO/CFO Certification</b>  | 49 (IX)                     | YES                      | Nil   |
| <b>X. Report on Corporate Governance</b>                                | 49 (X)                      | YES                      | Nil   |
| <b>XI. Compliance</b>   | 49 (XI)                     | YES                      | Nil   |

For, CIL Nova Petrochemicals Limited

Romin Shah  
Company Secretary

