

**Quarterly Compliance Report on Corporate Governance**

**Name of the Company : Novartis India Limited**

**Quarter ending on : December 31, 2012**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of 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>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee		YES	
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	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)	N.A.	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IVA)	YES	
(B) Disclosure of Accounting treatment	49 (IVB)	YES	Will make appropriate disclosure if there are any such matters
(C) Board Disclosures – Risk Management	49 (IVC)	YES	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	N.A.	
(E) Remuneration of Directors	49 (IVE)	YES	
(F) Management	49 (IVF)	YES	
(G) Shareholders	49 (IVG)	YES	
<b>V. CEO/ CFO Certification</b>		YES	
<b>VI. Report on Corporate Governance</b>	49 (V)	YES	
<b>VII. Compliance</b>	49 (VII)	YES	

For Novartis India Limited

Pramod Gupta  
Country Chief  
Financial Officer

Girish Tekchandani  
Company Secretary &  
Compliance Officer