



4th January 2012
BJ/SH-L2/4-16

Bombay Stock Exchange Limited
Corporate Relationship Dept.
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C/1, 'G' Block
Bandra-Kurla Complex
Bandra (East)
Mumbai 400 051

Dear Sirs,

Quarterly Compliance Report on Corporate Governance

Name of the Company : THE TATA POWER COMPANY LIMITED
Quarter ended on : 31st December 2011

Sr. No.	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	-
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	-

TATA POWER

The Tata Power Company Limited

Registered Office Bombay House 24 Homi Mody Street Mumbai 400 001

Tel 91 22 6665 8282 Fax 91 22 6665 8801





- 2 -

Sr.No.	Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
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)	Yes	-
IV.	Disclosures	49(IV)		-
A	Basis of related party transactions	49(IVA)	Yes	-
B	Disclosure of Accounting Treatment	49(IVB)	Yes	-
C	Board Disclosures	49(IVC)	Yes	-
D	Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	Yes	-
E	Remuneration of Directors	49(IVE)	Yes	-
F	Management	49(IVF)	Yes	-
G	Shareholders	49(IVG)	Yes	-
V.	CEO/CFO Certification	49(V)	Yes	-
VI.	Report on Corporate Governance	49(VI)	Yes	-
VII.	Compliance	49(VII)	Yes	-

Yours faithfully,
For The Tata Power Co. Ltd.

H M Mistry

(H M Mistry)
Company Secretary