

January 6, 2014

The Secretary, BSE Limited, 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Fax: 22722037/ 39/ 41	The Manager Listing department National Stock exchange of India Limited 'Exchange Plaza', C-1 Block G Bandra Kurla Complex, Bandra(E) Mumbai - 400 051 Fax: 26598237/ 38
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Dear Sir,


**Subject: Submission of Report on Corporate Governance for the
Quarter ended December 31, 2013**

Pursuant to Clause 49 of the Listing Agreement, please find enclosed the Report on Corporate Governance for the quarter ended December 31, 2013 in the prescribed format.

Kindly take the said report on record and acknowledge receipt of the same.

Thank you.

Yours faithfully,
For Marico Limited



**Hemangi Ghag
Company Secretary &
Compliance Officer**



Encl.: A/a

Quarterly Compliance Report on Corporate Governance


Name of the Company : Marico Limited
 Quarter Ending on : December 31, 2013

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(1B)	Yes	--
(C) Other provisions as to Board and Committees	49(1C)	Yes	--
(D) Code of Conduct	49(1D)	Yes	Clause 49(1D)(ii) will be complied in the next Annual Report
II. Audit Committee	49(II)		
(A) Qualified and Independent Audit Committee	49(IIA)	Yes	--
(B) Meeting of the Audit Committee	49 (IIB)	Yes	--
(C) Powers of the 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	This is being complied with to the extent applicable.
IV. Disclosures	49(IV)		
(A) Basis of related party transactions	49(IVA)	Yes	--
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	Not Applicable
(C) Board Disclosures	49(IVC)	Yes	--
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	Yes	Not Applicable
(E) Remuneration of Directors	49(IVE)	Yes	Will be complied in the next Annual Report
(F) Management	49(IVF)	Yes	Will be complied in the next Annual Report
(G) Shareholders	49(IVG)	Yes	Clause 49(IV G)(i) and (ia) will be complied in the next Annual Report
V. CEO/CFO Certification	49(V)	Yes	Will be complied in the next Annual Report
VI. Report on Corporate Governance	49(VI)	Yes	Will be complied in the next Annual Report
VII. Compliance	49(VII)	Yes	Will be complied in the next Annual Report

For Marico Limited


Hemangi Ghag
Company Secretary &
Compliance Officer

