

April 10, 2015

The Manager  
Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
MUMBAI 400 051

Fax # 022-2659 8237/8238/8347/8348  
Symbol: SCHNEIDER

The Secretary  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
MUMBAI 400 001

Fax # 022-2272 3121/2037/2039  
Scrip Code No. 534139

The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range  
KOLKATA 700 001

Fax # 033-2104486/4500/2230/3020  
Scrip Code No. 10030003

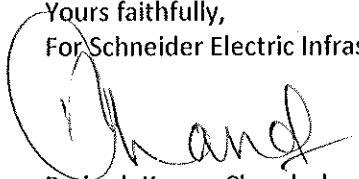
Dear Sir,

**Sub : Quarterly report on Corporate Governance under Clause 49 of the Listing Agreement for the quarter ended March 31, 2015**

In terms of Clause 49 of the Listing Agreement we enclose herewith the quarterly report on Corporate Governance in the prescribed format for the quarter ended 31<sup>st</sup> March, 2015.

Kindly acknowledge the receipt of the same.

Yours faithfully,  
For Schneider Electric Infrastructure Limited



Prakash Kumar Chandraker  
Managing Director

CIN No: L31900GJ2011PLC064420

Name of the Company : Schneider Electric Infrastructure Limited

Quarter ending on : 31- March, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 II	-	-
(A) Composition of Board	49 II A	Yes	-
(B) Independent Directors	49 II B	Yes	-
(C) Non-executive Directors compensation & disclosures	49 II C	Yes	-
(D) Other provisions as to Board and Committees	49 II D	Yes	-
(E) Code of Conduct	49 II E	Yes	-
(F) Whistle Blower Policy	49 II F	Yes	Disclosure to be made in Annual Report
<b>II. Audit Committee</b>	49 III	-	-
(A) Qualified & Independent Audit Committee	49 III A	Yes	-
(B) Meeting of Audit Committee	49 III B	Yes	-
(C) Powers of Audit Committee	49 III C	Yes	-
(D) Role of Audit Committee	49 III D	Yes	-
(E) Review of Information by Audit Committee	49 III E	Yes	-
<b>III. Nomination and Remuneration Committee</b>	49 IV	Yes	-
<b>IV. Subsidiary Companies</b>	49 V	NA	Company does not have subsidiary
<b>V. Risk Management</b>	49 VI	Yes	-
<b>VI. Related Party Transactions</b>	49 VII	Yes	-
<b>VII. Disclosures</b>	49 VIII	-	-
(A) Related party transactions	49 VIII A	Yes	-
(B) Disclosure of Accounting Treatment	49 VIII B	Yes	Disclosure to be made in Annual Report
(C) Remuneration of Directors	49 VIII C	Yes	Disclosure to be made in Annual Report
(D) Management	49 VIII D	Yes	Disclosure to be made in Annual Report
(E) Shareholders	49 VIII E	Yes	Disclosure to be made in Annual Report
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 VIII I	NA	-
<b>VIII. CEO/CFO Certification</b>	49 IX	Yes	Disclosure to be made in Annual Report
<b>IX. Report on Corporate Governance</b>	49 X	Yes	Disclosure to be made in Annual Report
<b>X. Compliance</b>	49 XI	Yes	Certificate to be obtained and will be disclosed in Annual Report of 2014-15

For Schneider Electric Infrastructure Limited

  
Prakash Kumar Chandraker  
Managing Director

Date: 10th April, 2015