

**Name of the Company : Tamilnadu PetroProducts Limited**

**Quarter ending on : 30-Sep-2013**

| <b>Particulars</b>                                                       | <b>Clause of Listing agreement</b> | <b>Compliance Status Yes/No</b> | <b>Remarks</b>                                                                        |
|--------------------------------------------------------------------------|------------------------------------|---------------------------------|---------------------------------------------------------------------------------------|
| <b>I. Board of Directors</b>                                             | 49 I                               | -                               | -                                                                                     |
| (A) Composition of Board                                                 | 49 I A                             | Yes                             | -                                                                                     |
| (B) Non-executive Director's Compensation and disclosures                | 49 I B                             | Yes                             | -                                                                                     |
| (C) Other provisions as to Board and Committees                          | 49 I C                             | Yes                             | -                                                                                     |
| (D) Code of Conduct                                                      | 49 I D                             | Yes                             | -                                                                                     |
| <b>II. Audit Committee</b>                                               | 49 II                              | -                               | -                                                                                     |
| (A) Qualified and Independent Audit Committee                            | 49 II A                            | Yes                             | -                                                                                     |
| (B) Meeting of Audit Committee                                           | 49 II B                            | Yes                             | -                                                                                     |
| (C) Powers of Audit Committee                                            | 49 II C                            | Yes                             | -                                                                                     |
| (D) Role of Audit Committee                                              | 49 II D                            | Yes                             | -                                                                                     |
| (E) Review of Information by Audit Committee                             | 49 II E                            | Yes                             | -                                                                                     |
| <b>III. (I) Subsidiary Companies</b>                                     | 49 III                             | Yes                             | -                                                                                     |
| <b>IV. Disclosures</b>                                                   | 49 IV                              | -                               | -                                                                                     |
| (A) Basis of related party transactions                                  | 49 IV A                            | Yes                             | -                                                                                     |
| (B) Disclosure of Accounting treatment                                   | 49 IV B                            | Yes                             | -                                                                                     |
| (C) Board disclosures                                                    | 49 IV C                            | Yes                             | -                                                                                     |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 IV D                            | NA                              | The Company has not made any issue of securities.                                     |
| (E) Remuneration of Directors                                            | 49 IV E                            | Yes                             | -                                                                                     |
| (F) Management                                                           | 49 IV F                            | Yes                             | -                                                                                     |
| (G) Shareholders                                                         | 49 IV G                            | Yes                             | -                                                                                     |
| <b>V. (V) CEO/CFO Certification</b>                                      | 49 V                               | Yes                             | -                                                                                     |
| <b>VI. (I) Report on Corporate Governance</b>                            | 49 VI                              | Yes                             | Furnished in the DR for 2012-13. Will be complied with in the DR for the year 2013-14 |
| <b>VII. (I) Compliance</b>                                               | 49 VII                             | Yes                             | Furnished in the DR for 2012-13. Will be                                              |

|                     |     |     |                                               |
|---------------------|-----|-----|-----------------------------------------------|
| VII. (1) Compliance | VII | 163 | complied with in the CGR for the year 2013-14 |
|---------------------|-----|-----|-----------------------------------------------|