

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

| Name of the Company: | | APW President Systems Limited | |
|---|-----------------------------|--------------------------------------|--|
| Quarter ending on : | | 31st December 2012 | |
| Particulars | Clause of Listing Agreement | Compliance Status (Yes / No) | Remarks |
| 1 | 2 | 3 | |
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49 (IA) | YES | |
| (B) Non-executive Director's compensation & disclosures | 49 (IB) | YES | |
| (C) Other provisions as to Board /Committee | 49 (IC) | YES | |
| (D) Code of Conduct | 49 (ID) | YES | |
| II Audit Committee | 49 II | | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | YES | |
| (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) | NA | |
| IV Disclosures | 49 IV | | |
| (A) Basis of related party Transactions | 49 (IV A) | YES | All accounting standards are followed and there is no deviation Part of Annual Report |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | YES | |
| (B) Board Disclosures | 49 (IV C) | YES | |
| (C) Proceeds from Public Issues, Rights Issues, preferential Issues | 49 (IV D) | NA | |
| (D) Remuneration of Directors | 49 (IV E) | YES | |
| (E) Management | 49 (IV F) | YES | |
| (F) Shareholders | 49 (IV G) | YES | |
| V CEO/CFO Certification | 49 V | YES | Part of Annual Report |
| VI Report on Corporate Governance | 49 VI | YES | Part of Annual Report |
| VII Compliance | 49 VII | YES | Part of Annual Report |

