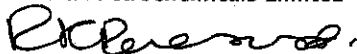


**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

|                     |                               |
|---------------------|-------------------------------|
| Name of the Company | Manali Petrochemicals Limited |
| Quarter ending on   | 30th September 2011           |

| Particulars  | Clause of Listing Agreement | Compliance Status Yes / No | Remarks   |
|--|-----------------------------|----------------------------|---|
| <b>I) BOARD OF DIRECTORS</b>   | <b>49 (I)</b>               | <b>Yes</b>                 |   |
| A) Composition of Board  | 49 (I A)                    | Yes                        |   |
| B) Non-executive Directors' Compensation & 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>   | <b>49 (II)</b>              | <b>Yes</b>                 |   |
| A) Qualified & 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) SUBSIDIARY COMPANIES</b>   | <b>49 (III)</b>             | <b>N A</b>                 |   |
| <b>IV) DISCLOSURES</b>   | <b>49 (IV)</b>              | <b>Yes</b>                 |   |
| A) Basis of related Party Transactions                                   | 49 (IV A)                   | Yes                        |   |
| B) Disclosure of Accounting Treatment                                    | 49 (IV B)                   | Yes                        |   |
| C) Board Disclosures - Risk Management                                   | 49 (IV C)                   | Yes                        |   |
| D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc., | 49 (IV D)                   | N A                        |   |
| E) Remuneration of Directors   | 49 (IV E)                   | Yes                        | Disclosures made in the Annual Report for 2010-11   |
| F) Management  | 49 (IV F)                   | Yes                        |   |
| G) Shareholders  | 49 (IV G)                   | Yes                        |   |
| <b>V) CEO / CFO CERTIFICATION</b>  | <b>49 (V)</b>               | <b>Yes</b>                 |   |
| <b>VI) REPORT ON CORPORATE GOVERNANCE</b>                                | <b>49 (VI)</b>              | <b>Yes</b>                 | For the Year 2010-11 furnished in the Directors Report for the said year. Will be complied with in the Directors Report for the year 2011-12            |
| <b>VII) COMPLIANCE</b>   | <b>49 (VII)</b>             | <b>Yes</b>                 | Compliance Certificate from Statutory Auditors for 2010-11 furnished in the Directors Report. Will be complied with in the Directors Report for 2011-12 |

Signature of the Compliance Officer  
for Manali Petrochemicals Limited



R Kothandaraman  
Company Secretary

Place: Chennai  
Date: 10th October 2011