



REPORT ON CORPORATE GOVERNANCE

Name of the Company : Fourth Generation Information Systems Limited
Quarter ending on : 30.06.2013

| 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(IB) | YES | |
| (C) Other provisions as to Board and Committees | 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(II(D) | YES | |
| (E) Review of Information by Audit Committee | 49(II(E) | YES | |
| III. Subsidiary Companies | 49(III) | N.A | |
| IV. Disclosures | 49(IV) | | |
| (A) Basis of related party transactions | 49(IV A) | YES | "Will be Complied in the Annual Report" |
| (B) Board Disclosures | 49 (IVB) | YES | -do- |
| (C) Proceeds from public issues, rights issues, preferential issues etc. | 49 IVC) | N.A | N.A. |
| (D) Remuneration of Directors | 49 (IV D) | YES | "Will be complied in the Annual Report" |
| (E) Management | 49 (IV E) | YES | -do- |
| (F) Shareholders | 49 (IV F) | YES | -do- |
| V. CEO/CFO Certification | 49 (V) | YES | -do- |
| VI. Report on Corporate Governance | 49 (VI) | YES | -do- |
| VII. Compliance | 49 (VII) | YES | -do- |

Place: Hyderabad

Date: 12.07.2013

Yours faithfully,
 For Fourth Generation Information Systems Limited


 C. N. Somasekhara Reddy
 Managing Director