



FDC Limited

MANUFACTURERS & EXPORTERS OF FOODS, DRUGS & CHEMICALS

Annexure 1

September 23, 2014

To,
The General Manager,
Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001

Subject: Compliance with the Clause 49 of the Listing Agreement.

Dear Sir,

We do hereby undertake that the Company is in compliance with the Clause 49 of the Listing Agreement.

Thanking You,

Yours faithfully,

for FDC Limited

A. K. Patil



Company Secretary

Encl: Corporate Governance Report

CORPORATE OFFICE

142-48, S. V. Road, Jogeshwari (W), Mumbai - 400 102 INDIA

Tel: 91-22-3071 9100 - 399 / 2678 0652 / 2653 / 2656 • Fax : 91-22-2678 6393 / 8123 / 1912

E-mail: fdc@fdcindia.com • Website : www.fdcindia.com

REGISTERED OFFICE

B-8, M.I.D.C. Industrial Area, Waluj, 431 136, Dist. Aurangabad, India

Tel: 0240-255 4407 / 255 4299 / 255 4967 • Fax : 0240-255 4299

Corporate Governance

Name of the Company: FDC Limited

Ending on: August 31, 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
I. Board of Directors	49(1)		
(A) Composition of Board	49 (IA)	Yes	Complied
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Complied
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Complied
(D) Code of Conduct	49 (ID)	Yes	Complied
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	Complied
(B) Meeting of Audit Committee	49 (IIB)	Yes	Complied
(C) Powers of Audit Committee	49 (IIC)	Yes	Complied
(D) Role of Audit Committee	49 II(D)	Yes	Complied
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Complied
III. Subsidiary Companies	49 (III)	Yes	Complied
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	Complied
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Complied
(C) Board Disclosures	49 (IV C)	Yes	Complied
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	N.A.
(E) Remuneration of Directors	49 (IV E)	Yes	Complied
(F) Management	49 (IV F)	Yes	Complied
(G) Shareholders	49 (IV G)	Yes	Complied
V. CEO/CFO Certification	49 (V)	Yes	Complied
VI. Report on Corporate Governance	49 (VI)	Yes	Complied
VII. Compliance	49 (VII)	Yes	Complied

for FDC Limited

Company Secretary

