

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF
THE LISTING AGREEMENT**

Name of the Company: **BGIL FILMS & TECHNOLOGIES LTD.**
Quarter ending on: **30TH SEPTEMBER 2009**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I	Yes	--
(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)	Yes	--
(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)	N. A.	There is no Subsidiary Company
IV. Disclosures	49 (IV)	Yes	--
(A) Basis of related party transactions	49 (IVA)	Yes	--
(B) Disclosure of Accounting Treatment	49 (IVB)	Yes	--
(C) Board Disclosures	49 (IVC)	Yes	--
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	N.A.	--
(E) Remuneration of Directors	49 (IVE)	Yes	--
(F) Management	49 (IVF)	Yes	--
(G) Shareholders	49 (IVG)	Yes	--
V. CEO/CFO Certification	49 (V)	Yes	--
VI. Report on Corporate Governance	49 (VI)	Yes	--
VII. Compliance	49 (VII)	Yes	--

For BGIL Films & Technologies Limited


Pooja Mahna
Company Secretary

