

  
**FORBES GOKAK LTD.**

26<sup>th</sup> April, 2006

Secretary,  
Bombay Stock Exchange Ltd.  
Mumbai

Dear Sir,

Compliance with the provisions of the listing  
agreement upon amalgamation of FAL Industries  
Ltd., with Forbes Gokak Ltd.

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1. Vide our letter dated 24<sup>th</sup> November, 2005 we had advised to you that the shareholders of Forbes Gokak Ltd. at their meeting held on 31<sup>st</sup> October, 2005 had approved of the Scheme of Amalgamation of FAL Industries Ltd. with the company as from 1<sup>st</sup> April, 2005.
2. We are pleased to advise that the High Court of Judicature at Bombay and High Court of Judicature at Madras have sanctioned the Scheme of Amalgamation of FAL Industries Ltd. with Forbes Gokak Ltd. effective from 1<sup>st</sup> April, 2005 and copies of the said orders of the High Courts under Section 391 to 394 of the Companies Act, 1956 have been filed with the respective Registrars of Companies on 25<sup>th</sup> April, 2006 and 26<sup>th</sup> April, 2006. In the circumstances, the Scheme of Amalgamation of FAL Industries Ltd. with the Company has become effective from 26<sup>th</sup> April, 2006 and as from the Appointed Date of the Scheme of Amalgamation i.e. 1<sup>st</sup> April, 2005, the undertaking of FAL Industries Ltd. stands transferred to the Company and the results of the activities of FAL Industries Ltd. will be included in the results of Forbes Gokak Ltd. for the period 1.4.2005 to 31.3.2006.
3. We enclose herewith certified true copies of the orders passed by the respective High Courts. The certificates of the respective Registrars of Companies would be filed with you separately in due course .
4. We wish to advise you further that Forbes Gokak Ltd. intends to publish Audited Results of the Company, which will include the results of the erstwhile FAL Industries Ltd. from 1.4.2005 to 31.3.2006, before 30<sup>th</sup> June, 2006 and in the circumstances FGL will not be publishing unaudited results for the quarter and the year ended 31<sup>st</sup> March, 2006.
5. Kindly note that the advice with reference to Book closure / Record date for allotment of shares of Forbes Gokak Ltd. to the shareholders of FAL Industries Ltd. will be sent to you separately.

We request you please to take the above on your records.

Yours faithfully,  
For FORBES GOKAK LIMITED

*K. Mehta*

