



CIN : L85110KA1993PLC013875

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Annexure - XI to the Listing Agreement

Format of Quarterly Compliance Report on Corporate Governance

Name of the Company: **Ovobel Foods Limited**

Quarter ending on: **30th June, 2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	NA	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	N.A	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	N.A	



(C) Remuneration of Directors	49 (VIII C)	Yes	The Annual Report for the Financial Year 2014-15 shall disclose the required details
(D) Management	49 (VIII D)	Yes	The Annual Report for the Financial Year 2014-15 shall disclose the required details
(E) Shareholders	49 (VIII E)	Yes	The Annual Report for the Financial Year 2014-15 shall disclose the required details
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A	
IX. CEO/CFO Certification	49 (IX)	Yes	It was complied in the Board Meeting dated 30 th May, 2015 at which the audited financials for the financial year 2014-15 were approved.
X. Report on Corporate Governance	49 (X)	Yes	The Annual Report for the Financial Year 2014-15 shall contain the Corporate Governance Report
XI. Compliance	49 (XI)	Yes	As required, we have obtained a certificate from the auditors relating to the compliance of the provisions of Clause 49

For **OVOBEL FOODS LIMITED**

Sutheja K.J
Company Secretary & Compliance Officer

