

KUMAR FOOD INDUSTRIES LIMITED

Regd. Office: 1102-F

Pearls Business Park, Netaji Subhash Place

Pitampura, New Delhi-110034 (INDIA)

Tel. : 011-27357808, Fax : 011-47055499

Email : info@kumarfood.com

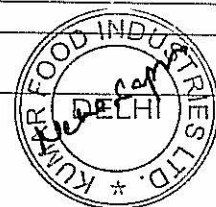
CIN: L15310DL1991PLC043456

Quarterly Compliance Report on Corporate Governance

Name of the Company: Kumar Food Industries Limited

Quarter ending on: 31st December, 2014

| Particulars | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|--|
| II Board of Directors | 49 (II) | | |
| (A) Composition of Board | 49(IIA) | YES | Since the Company has Non- Executive Chairman, at least one third of the Board should comprise of Independent Directors. Out of 6 Directors on the board, 3 directors are Executive and other 3 are Independent Director. During the 3rd quarter of the FY 2014-15 one Independent Director has resigned from the board but still we comply with the provisions of Clause 49 of the Listing Agreement, |
| (B) Independent Directors | 49 (IIB) | YES | |
| (C) Non-executive Directors compensation & disclosures | 49 (IIC) | YES | |
| (D) Other provisions as to Board and Committees | 49 (IID) | YES | |
| (E) Code of Conduct | 49 (IIE) | YES | Code of Conduct policy is in place. But there are some modifications/ amendments made on the website. It will be soon visible on the Company's website. |
| (F) Whistle Blower Policy | 49 (IIF) | YES | Whistle Blower Policy is in place. But there are some modifications/ amendments made on the website. It will be soon visible on the Company's website. |
| III. Audit Committee | 49 (III) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIIA) | YES | |



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| | | | |
|---|-------------|-----|--|
| (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 & Remuneration Committee | 49 (IV) | YES | |
| V. Subsidiary Companies | 49 (V) | NA | The Company does not have any subsidiary |
| VI. Risk Management | 49 (VI) | YES | |
| VII. Related Party Transactions | 49 (VII) | YES | |
| VIII. Disclosures | 49 (VIII) | | |
| (A) Related party transactions | 49 (VIII A) | YES | For the year FY 2014-15 will be complied in Annual Report of 2014-15 |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | YES | |
| (C) Remuneration of Directors | 49 (VIII C) | YES | For the year FY 2014-15 will be complied in Annual Report of 2014-15 |
| (D) Management. | 49 (VIII D) | YES | For the year FY 2014-15 will be complied in Annual Report of 2014-15 |
| (E) Shareholders | 49 (VIII E) | YES | For the year FY 2014-15 will be complied in Annual Report of 2014-15 |
| (F) Proceeds from public issues, rights issues, preferential issues etc | 49 (VIII F) | YES | Company has not come out with any issue. |
| IX. CEO/CFO Certification | 49 (IX) | YES | For the year FY 2014-15 will be complied in Annual Report of 2014-15 |
| X. Report on Corporate Governance | 49 (X) | YES | For the year FY 2014-15 will be complied in Annual Report of 2014-15 |
| XI. Compliance | 49 (XI) | YES | For the year FY 2014-15 will be complied in Annual Report of 2014-15 |

For **KUMAR FOOD INDUSTRIES LIMITED**



COMPANY SECRETARY

DATE: 12th January 2015

PLACE: NEW DELHI