

Format of Quarterly Compliance Report on Corporate Governance

Name of the Company : FLEX FOODS 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	--
(B) Independent Directors	49 (IIB)	Yes	--
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Only sitting fees are paid.
(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 (VIII A)	Yes	--
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	--
(C) Remuneration of Directors	49 (VIII C)	Yes	Information will be included in the Annual Report for the Financial Year 2014-15.
(D) Management	49 (VIII D)	Yes	--
(E) Shareholders	49 (VIII E)	Yes	--
(I) Proceeds from Public Issues, Rights Issue, Preferential Issues, etc	49 (VIII I)	N.A.	--
IX. CEO/CFO Certification	49 (IX)	Yes	Information will be included in the Annual Report for the Financial Year 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	<ul style="list-style-type: none"> i. Information will be included in the Annual Report for the Financial Year 2014-15. ii. Quarterly Compliance Reports are being submitted to the Stock Exchanges regularly within 15 Days from the end of each quarter.
XI. Compliance	49 (XI)	Yes	Will be complied in the next Annual Report.



For FLEX FOODS LIMITED

(Rajesh Dheer)
Company Secretary

Place : New Delhi
Date : 10th January, 2015