



FLEX FOODS LIMITED

305, Third Floor, Bhanot Corner, Pamposh Enclave, Greater Kailash-I,
New Delhi-110 048 Tel. : 2644 0917, 2644 0928. Fax : 2621 6922

Website: www.flexfoodsltd.com E-mail ID: flexsec@vsnl.net CIN No. L15133UR1990PLC023970

FFL/SEC/2014/ 824

July 9, 2014

BSE Limited
1st Floor, New Trading Ring
Rotunda Building
P.J. Towers
Dalal Street, Fort
Mumbai – 400001

Subject : Compliance with the Listing Agreement

Dear Sirs,

In terms of Listing Agreement with the Stock Exchanges, we send herewith the following for the quarter ended 30th June, 2014 in the prescribed format for your information and record please.

1. Shareholding Pattern of the Company as per Clause No.35 of the Listing Agreement.
2. Quarterly Compliance Report on Corporate Governance as per Clause No.49 of the Listing Agreement.

Thanking you,

Yours faithfully,
For FLEX FOODS LIMITED

(RAJESH DHEER)
Company Secretary

Encl. : As above.

Statement showing Shareholding Pattern

Name of the Company : FLEX FOODS LIMITED			
Scrip Code, Name of the Scrip, Class of Security : 523672, Equity Shares			
Quarter Ended : 30th June, 2014			
Partly paid-up shares:	No. of Partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company
Held by Promoter / Promoter Group	--	--	--
Held by Public	19700	100	0.16
Total	19700	100	0.16
Outstanding Convertible Securities:-	No. of Outstanding Securities	As a % of total no. of outstanding Convertible Securities	As a % of total no. of shares of the Company assuming full conversion of the Convertible Securities
Held by Promoter / Promoter Group	--	--	--
Held by Public	--	--	--
Total	--	--	--
Warrants:	No. of Warrants	As a % of Total No. of Warrants	As a % of total no. of shares of the Company assuming full conversion of Warrants
Held by Promoter / Promoter Group	--	--	--
Held by Public	--	--	--
Total	--	--	--
Total Paid-up capital of the company assuming full Conversion of Warrants and Convertible Securities			
		12450000	Equity Shares



Category Code	Category of Shareholder	Number of Shareholders	Total Number of Shares	Number of Shares held in dematerialized form	Total Shareholding as a Percentage of Total Number of Shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B)	As a percentage of (A+B+C)	Number of Shares	As a percentage (IX) = (VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals / Hindu Undivided Family	2	52620	52620	0.42	0.42	--	--
(b)	Central Government / State Government(s)							
(c)	Bodies Corporate	5	7287930	7287930	58.54	58.54	--	--
(d)	Financial Institutions / Banks	--	--	--	--	--	--	--
(e)	Any Other (specify)	--	--	--	--	--	--	--
	Sub - Total (A)(1)	7	7340550	7340550	58.96	58.96	--	--
(2)	Foreign							
(a)	Individuals (Non- Resident Individuals / Foreign Individuals)	--	--	--	--	--	--	--
(b)	Bodies Corporate	--	--	--	--	--	--	--
(c)	Institutions	--	--	--	--	--	--	--
(d)	Qualified Foreign Investor	--	--	--	--	--	--	--
(e)	Any Other (specify)	--	--	--	--	--	--	--
	Sub - Total (A)(2)	--	--	--	--	--	--	--
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	7	7340550	7340550	58.96	58.96	--	--
(B)	Public Shareholding							
(1)	Institutions							
(a)	Mutual Funds/ UTI	--	--	--	--	--	--	--
(b)	Financial Institutions / Banks	--	--	--	--	--	--	--
(c)	Central Government / State Government(s)	--	--	--	--	--	--	--
(d)	Venture Capital Funds	--	--	--	--	--	--	--
(e)	Insurance Companies	--	--	--	--	--	--	--



Category Code	Category of Shareholder	Number of Shareholders	Total Number of Shares	Number of Shares held in dematerialized form	Total Shareholding as a Percentage of Total Number of Shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B)	As a percentage of (A+B+C)	Number of Shares	As a percentage (IX) = (VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	
(f)	Foreign Institutional Investors	--	--	--	--	--	--	--
(g)	Foreign Venture Capital Investors	--	--	--	--	--	--	--
(h)	Qualified Foreign Investor	--	--	--	--	--	--	--
(i)	Any Other (specify)							
	Sub - Total (B)(1)	--	--	--	--	--	--	--
(2)	Non-Institutions							
(a)	Bodies Corporate	174	433620	429720	3.48	3.48	--	--
(b)	Individuals-							
i.	Individual Shareholders holding Nominal Share Capital upto Rs.1 lakh	13602	3259986	2259135	26.18	26.18	--	--
ii.	Individual Shareholders holding nominal Share Capital in excess of Rs.1 lakh	40	1180482	1167982	9.48	9.48	--	--
(c)	Qualified Foreign Investor	--	--	--	--	--	--	--
(d)	Any Other (specify) - NRIs	53	125561	125561	1.01	1.01	--	--
	- Equity in Transit Position	80	109801	109801	0.88	0.88	--	--
	Sub - Total (B)(2)	13949	5109450	4092199	41.04	41.04	--	--
	Total Public Shareholding (B) = (B)(1)+(B)(2)	13949	5109450	4092199	41.04	41.04	--	--
	Total (A+B)	13956	12450000	11432749	100.00	100.00	--	--
(C)	Shares held by Custodians and against which Depository Receipts have been Issued							
(1)	Promoter & Promoter Group	--	--	--	--	--	--	--
(2)	Public	--	--	--	--	--	--	--
	Sub - Total (C)	--	--	--	--	--	--	--
	GRAND TOTAL (A)+(B)+(C)	13956	12450000	11432749	100	100	--	--



(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr. No.	Name of the Shareholder	Details of Shares held		Encumbered shares (*)			Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of Shares held	As a % of grand total (A)+(B)+(C)	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of Warrants held	As a % total number of warrants of the same class	Number of Convertible Securities	As a % total number of Convertible Securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI) = (V) / (III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	UFLEX LIMITED	5870000	47.15	--	--	--	--	--	--	--	47.15
2	ANSHIKA INVESTMENTS PVT.LTD.	1252630	10.06	--	--	--	--	--	--	--	10.06
3	ANSHIKA CONSULTANTS PVT LTD	150000	1.20	--	--	--	--	--	--	--	1.20
4	RASHMI CHATURVEDI	45010	0.36	--	--	--	--	--	--	--	0.36
5	FLEX INTERNATIONAL PVT.LIMITED	11300	0.09	--	--	--	--	--	--	--	0.09
6	A R LEASING PVT LTD.	4000	0.03	--	--	--	--	--	--	--	0.03
7	ASHOK KUMAR CHATURVEDI	7610	0.06	--	--	--	--	--	--	--	0.06
Total		7340550	58.96	--	--	--	--	--	--	--	58.96

(*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011.



(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the Shareholder	Number of Shares held	Shares as a percentage of total number of shares (i.e. Grand Total (A)+(B)+(c) indicated in Statement at para (I)(a) above)	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of Warrants held	As a % total number of warrants of the same class	Number of Convertible Securities held	% w.r.t. total number of convertible securities of the same class	
1	SANGEETHA S	198690	1.60	--	--	--	--	1.60
2	SANTOSH SITARAM GOENKA	131803	1.06	--	--	--	--	1.06
	Total	330493	2.65	--	--			2.65



(l)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the Company

belonging to the category "Public" and holding more than 5% of the total number of shares of the Company.								
Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of Shares	Shares as a percentage of total number of shares (i.e. Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of Warrants held	As a % total number of warrants of the same class	Number of Convertible Securities held	% w.r.t. total number of convertible securities of the same class	
-NIL-								



(I)(d) Statement showing details of Locked-in Shares

Sr. No.	Name of Shareholder	Number of locked-in Shares	Locked-in Shares as a percentage of Total Number of Shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Category
-NIL-				



(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a Percentage of Total Number of Shares {i.e. Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
-NIL-				



(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'Promoter/Promoter Group' are in excess of 1% of the Total Number of Share

Sr. No.	Name of DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of Total number of Shares {i.e. Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
-NIL-				

