

1. Name of Listed Entity **ADF FOODS LIMITED**
 Scrip Code/Name of Scrip/Class of Security: 519183 / ADFFOODS / Equity
 2. Quarter ending **30th September, 2016**

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ashok H Thakkar	DIN:00087465	Chairman	01/10/2015 to 30/09/2016	NA	1	0	0
Mr.	Bimal R Thakkar	DIN:00087404	Managing Director	01/10/2015 to 30/09/2016	NA	3	3	1
Mr.	Bhavesh R Thakkar	DIN:00939805	Executive Director & CFO	01/10/2015 to 30/09/2016	NA	1	0	0
Mr.	Nipun Shah	DIN:00195076	Independent Director	24/09/2014 to 23/09/2019	5 years	1	1	1
Mr.	Yasir Varawala	DIN:00094919	Independent Director	24/09/2014 to 23/09/2019	5 years	1	2	1
Mr.	VIREN MERCHAN T	DIN:00033464	Independent Director	24/09/2014 to 23/09/2019	5 years	1	2	0
Mr.	Jay Mehta	DIN:00152072	Independent Director	24/09/2014 to 23/09/2019	5 years	3	2	0
Mr.	Ravinder Kumar Jain	DIN:00652148	Independent Director	24/09/2014 to 23/09/2019	5 years	2	2	1
Ms.	Anjali Seth	DIN:05234352	Independent Director	10/3/2015 to 9/3/2020	5 years	5	4	0



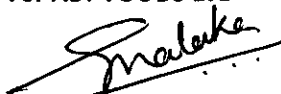
II. Composition of Committees		
Name of Committee		
1. Audit Committee	Name of Committee Member 1. Nipun Shah 2. Yasir Varawala 3. Viren Merchant 4. Ravinder Kumar Jain	Category 1. Chairman (ID) 2. Member (ID) 3. Member (ID) 4. Member (ID)
2. Nomination & Remuneration Committee	Name of Committee Member 1. Yasir Varawala 2. Nipun Shah 3. Viren Merchant	Category 1. Chairman (ID) 2. Member (ID) 3. Member (ID)
3. Risk Management Committee(if applicable)	NA	NA
4. Stakeholders Relationship Committee'	Name of Committee Member 1. Yasir Varawala 2. Bimal Thakkar 3. Viren Merchant	Category 1. Chairman (ID) 2. Member (ED) 3 Member (ID)
5. Corporate Social Responsibility Committee	Name of Committee Member 1. Viren Merchant 2. Bimal Thakkar 3. Nipun C Shah	Category 1. Chairman (ID) 2. Member (ED) 3. Member (ID)
Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen		
III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter :27.05.2016	Date(S) of meeting in the relevant quarter: 27.07.2016 & 10.08.2016	
Maximum Gap between any two consecutive meetings (in no. of days)- 60 days		
IV. Meeting of Committees		
1. Audit Committee		
Date(s) of meeting of the Audit committee in the relevant quarter: 09.08.2016	Date(s) of Committee Meeting in the Previous quarter: 25.05.2016	
Whether requirement of quorum met (details) : Yes. In the Audit Committee meeting held on 09.08.2016, Four committee memebers were present.		
Maximum Gap between any two consecutive meetings (in no. of days) - 75 days		
2. Stakeholders Relationship Committee		
Date(s) of meeting of the Stakeholders Relationship Committeein the relevant quarter: 09/08/2016	Date(s) of Committee Meeting in the Previous quarter: 20/04/2016	
Whether requirement of quorum met (details) : Yes. In the Audit Committee meeting held on 09.08.2016, Four committee memebers were present.		
Maximum Gap between any two consecutive meetings (in no. of days) - 110 days		



ANNEXURE I

ADF FOODS LTD.					
Statement of Material Transactions with Related Parties under Clause 27 (2) of SEBI Listing Obligations and Disclosure Requirements, Regulations, 2015 for the quarter ended 30th September , 2016.					
<i>Period of transactions/ quarter</i>	<i>Name of the Related Party</i>	<i>Nature of Relationship</i>	<i>Nature of transaction</i>	<i>Value of Material Transaction(s) Rs.</i>	<i>Remarks</i>
			<i>Description of goods / services / expense</i>		
July 16 – September 16	ADF Foods (India) Ltd	Wholly Owned Subsidiary	Sale of Food Products	47,70,349	Omnibus approval granted by the Audit Committee in its meeting held on 28 th October, 2015 & Shareholders approval in the Agm held on 24 th September, 2014 for Rs. 50 crores p.a.
July 16 – September 16	Mishal A. Thakkar	Person in place of profit	Salary paid pursuant to employment contract	2,78,160	Omnibus approval granted by the Audit Committee in its meeting held on 28 th October, 2015 & Shareholders' approval in the AGM held on 30 th September, 2015 for CTC Rs. 12.70 Lakhs p.a.
July 16 – September 16	ADF Foods (USA) Ltd	Step Down subsidiary	Sale of Food Products	21,44,974	Omnibus approval granted by the Audit Committee in its meeting held on 28 th October, 2015 & Shareholders approval in the Agm held on 24 th September, 2014 for Rs. 50 crores p.a.

For ADF FOODS LTD



Shalaka Ovalekar
Company Secretary



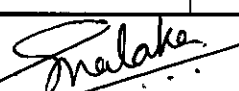

1. Name of Listed Entity

ADF FOODS LIMITED

2. Scrip Code/Name of Scrip/Class of Security: 519183 / ADFFOODS / Equity

3. Half year ending

30th September, 2016

I Affirmation		
Board Heading	Regulation Number	Compliance Status (Yes/No/NA) Refer Notes Below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes - The Authorised representative of the Chairperson of the Nomination and Remuneration Committee who is also a member of the Nomination and Remuneration Committee was present at the Annual General Meeting
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p> Shalaka Ovalekar Company Secretary</p> <p></p> <p>Date : 13/10/2016 Place: Mumbai</p>		