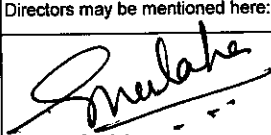
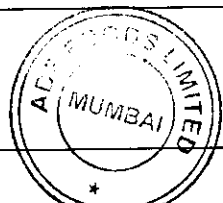


1	Name of Listed Entity	ADF FOODS LIMITED						
2	Scrip Code/Name of Scrip/Class of Security:	519183 / ADFFOODS / Equity						
3	Quarter ending	30th June, 2017						
I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ 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	Executive Chairman	01/10/2016 to 30/09/2017	NA	1	Nil	Nil
Mr.	Bimal R Thakkar	DIN:00087404	Managing Director & CEO	01/10/2016 to 30/09/2017	NA	3	3	1
Mr.	Bhavesh R Thakkar	DIN:00939805	Executive Director & CFO	01/10/2016 to 30/09/2017	NA	1	Nil	Nil
Mr.	Nipun Shah	DIN:00195076	Non- Executive, Independent Director	24/09/2014	24/09/2014 to 23/09/2019	1	1	1
Mr.	Yasir Varawala	DIN:00094919	Non- Executive, Independent Director	24/09/2014	24/09/2014 to 23/09/2019	1	2	1
Mr.	Viren Merchant	DIN:00033464	Non- Executive, Independent Director	24/09/2014	24/09/2014 to 23/09/2019	1	2	Nil
Mr.	Jay Mehta	DIN:00152072	Non- Executive, Independent Director	24/09/2014	24/09/2014 to 23/09/2019	3	2	Nil
Mr.	Ravinder Kumar Jain	DIN:00652148	Non- Executive, Independent Director	24/09/2014	24/09/2014 to 23/09/2019	2	2	1
Ms.	Anjali Seth	DIN:05234352	Non- Executive, Independent Director	10/3/2015	10/3/2015 to 09/03/2020	6	6	Nil
Mr.	Naresh L. Kothari	DIN: 00012523	Non- Executive, Independent Director	12/5/2017	Additional Director till the date of forthcoming AGM	2	1	Nil
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 relevant quarter : 13/04/2017 and 12/05/2017	Date(s) of Committee Meeting in the Previous quarter: 10.02.2017
Maximum Gap between any two consecutive meetings (in no. of days) - 28 days	
IV. Meeting of Committees	
1. Audit Committee	
Date(s) of meeting of the Audit committee in the relevant quarter: 11/05/2017	Date(s) of Committee Meeting in the Previous quarter: 09.02.2017
Whether requirement of quorum met (details) : Yes. In the Audit Committee meeting held on 11.05.2017, Three committee members were present.	
Maximum Gap between any two consecutive meetings (in no. of days) - 90 Days	
2. Stakeholders Relationship Committee	
Date(s) of meeting of the Audit committee in the relevant quarter: 11.05.2017	Date(s) of Committee Meeting in the Previous quarter: 09.02.2017
Whether requirement of quorum met (details) : Yes. In the Stakeholders Relationship Committee meeting held on 11.05.2017, two committee members were present.	
Maximum Gap between any two consecutive meetings (in no. of days) - 90 Days	
3. Nomination & Remuneration Committee	
Date(s) of meeting of the Nomination & Remuneration committee in the relevant quarter : 11.05.2017	Date(s) of Committee Meeting in the Previous quarter: Nil
Whether requirement of quorum met (details) : Yes. In the Nomination & Remuneration Committee meeting held on 11.05.2017 two committee members were present.	
Maximum Gap between any two consecutive meetings (in no. of days) - NA	
4. Corporate Social Responsibility Committee	
Date(s) of meeting of the Corporate Social Responsibility Committee in the relevant quarter : 08.05.2017	Date(s) of Committee Meeting in the Previous quarter: Nil
Whether requirement of quorum met (details) : Yes. In the Corporate Sopcial Responsibility Committee meeting held on 08.05.2017 all three committee members were present.	
Maximum Gap between any two consecutive meetings (in no. of days) - NA	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional	
V. Related Party Transactions	
Subject	Compliance Satus (Yes/No/NA)
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	YES
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES
Related Party transactions for the quarter ended 30th June, 2017 is attached and marked as Annexure I	
Note	
VI. Affirmations:	
<ol style="list-style-type: none"> The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders relationship committee Risk management committee (applicable to the top 100 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: NIL 	
 Shalaka Ovalekar Company Secretary	
Date: 10 th July, 2017	Place: Mumbai

ANNEXURE I

ADF FOODS LTD.					
Statement of Material Transactions with Related Parties under Regulation 27 (2) of SEBI Listing Obligations and Disclosure Requirements, Regulations, 2015 for the quarter ended 30th June, 2017.					
<i>Period of transactions / quarter</i>	<i>Name of the Related Party</i>	<i>Nature of Relations hip</i>	<i>Nature of transacti on</i>	<i>Value of Material Transaction (s) Rs.</i>	<i>Remarks</i>
					<i>Description of goods / services / expense</i>
April, 2017 – June, 2017	ADF Foods (India) Ltd	Wholly Owned Subsidiary	Sale of Food Products	51,71,648	Omnibus approval granted by the Audit Committee in its meeting held on 10 th November, 2016 & Shareholders approval in the AGM held on 28 th September, 2016 for Rs. 50 crores p.a.
April, 2017 – June, 2017	Mishal A. Thakkar	Person in place of profit	Salary paid pursuant to employment contract	4,10,400	Omnibus approval granted by the Audit Committee in its meeting held on 10 th November, 2016 & Shareholders approval in the AGM held on 28 th September, 2016 for CTC Rs. 18.74 Lakhs p.a.
April, 2017 – June, 2017	ADF Foods (USA) Ltd.	Step Down Subsidiary	Sale of Food Products	22,21,515	Omnibus approval granted by the Audit Committee in its meeting held on 10 th November, 2016 & Shareholders approval in the AGM held on 28 th September, 2016 for Rs. 50 crores p.a.

For ADF FOODS LTD


Shalaka Övalekar
Company Secretary