



Vegetable Products Limited

ANNEXURE - XI of Listing Agreement

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

NAME OF THE COMPANY

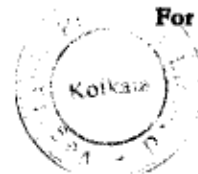
: Vegetable Products Limited

QUARTER ENDING ON

: 31st March, 2015

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS (YES / NO)	REMARKS
II. Board of Directors	49 II		
(A) Composition of Board	49 (II A)	YES	
(B) Independent Directors	49 (II B)	YES	
(C) Non-executive Directors' Compensation & Disclosures	49 (II C)	YES	
(D) Other Provisions as to Board and Committees	49 (II D)	YES	
(E) Code of Conduct	49 (II E)	YES	
(F) Whistle Blower Policy	49 (II F)	YES	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (III A)	YES	
(B) Meeting of Audit Committee	49 (III B)	YES	
(C) Powers of Audit Committee	49 (III C)	YES	
(D) Role of Audit Committee	49 (III D)	YES	
(E) Review of Information by Audit Committee	49 (III E)	YES	
IV. Nomination & Remuneration Coimmittee	49 (IV)	YES	
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	N.A.	
VII. Related Party Transaction	49 (VII)	YES	
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	YES	
(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A.	
(C) Remuneration of Directors	49 (VIII C)	YES	
(D) Management	49 (VIII D)	YES	
(E) Shareholders	49 (VIII E)	YES	
(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	YES	
X. Report on Corporate Governance	49 (X)	YES	
IX. Compliance	49 (XI)	YES	

For Vegetable Products Limited



Shivani Khanna
Shivani Khanna
Company Secretary
Date: 13th April, 2015

Registered Office :

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