

Name of the Company: **VEGEPRO FOODS & FEEDS LIMITED**
Quarter ending on: **31st December, 2012**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49I		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	NA	The Company has no subsidiary company.
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	Complied till Annual Report for 2011-12. Will be complied in the next Annual Report.
(G) Shareholders	49 (IV G)	Yes	Complied till Annual Report for 2011-12. Will be complied in the next Annual Report.
V. CEO/CFO Certification	49 (V)	Yes	Complied till Annual Report for 2011-12. Will be complied in the next Annual Report.
VI. Report on Corporate Governance	49 (VI)	Yes	Complied till Annual Report for 2011-12. Will be complied in the next Annual Report.
VII. Compliance	49 (VII)	Yes	Complied till Annual Report for 2011-12. Will be complied in the next Annual Report.

Dated: 09.01.2013

Kolkata

For Vegenro Foods & Feeds Limited

Kolkata

Director