



Jubilant FoodWorks Limited

**Quarterly Compliance Report on Corporate Governance
for Quarter ended September 30, 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 and Remuneration Committee | 49 (IV) | Yes | |
| V. Subsidiary Companies | 49 (V) | Yes | |
| VI. Risk Management | 49 (VI) | Yes | |
| VII. Related Party Transactions | 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. | No different treatment is followed |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | |

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|---|------------------------------------|--------------------------------------|----------------|
| (D) Management | 49 (VIID) | Yes | |
| (E) Shareholders | 49 (VIIE) | Yes | |
| (F) Proceeds from public issues, rights issue, preferential issues, etc | 49 (VIIF) | Yes | |
| IX. CEO/ CFO Certification | 49 (IX) | Yes | |
| X. Report on Corporate Governance | 49 (X) | Yes | |
| XI. Compliance | 49 (XI) | Yes | |