

| <b>General information about company</b> |   |
|--|---|
| Scrip code                               | 531398  |
| Name of the entity                       | Source Natural Foods and Herbal Supplements Limited |
| Date of start of financial year          | 01-04-2015  |
| Date of end of financial year            | 31-03-2016  |
| Reporting Quarter                        | Yearly  |
| Date of Report                           | 31-03-2016  |
| Risk management committee                | Not Applicable                                      |

| <b>Annexure I</b>                         |  |   |  |
|---|--|---|--|
| <b>Annexure 1</b>                         |  |   |  |
| <b>III. Meeting of Board of Directors</b> |  |   |  |
| <b>Sr</b>                                 | <b>Date(s) of meeting (if any) in the previous quarter</b> | <b>Date(s) of meeting (if any) in the current quarter</b> | <b>Maximum gap between any two consecutive (in number of days)</b> |
| 1   | 14-11-2015   |   |  |
| 2   |  | 11-02-2016  | 88   |

## Annexure I

## IV. Meeting of Committees

| Sr | Name of Committee                   | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met (details)  | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |
|----|-------------------------------------|---|--|--|---|--|
| 1  | Audit Committee                     | 11-02-2016  | Yes  | Srinivas Gowra - Present, Nikhil Sen - Present, Sriram Chandrasckaran - Leave of Absence | 14-11-2015  | 88   |
| 2  | Stakeholders Relationship Committee | 11-02-2016  | Yes  | Srinivas Gowra - Present, Nikhil Sen - Present, Arvind Varchaswi N - Present             |   |  |

| <b>Annexure I</b>                    |  |                               |  |
|--------------------------------------|--|-------------------------------|--|
| <b>V. Related Party Transactions</b> |  |                               |  |
| Sr                                   | Subject  | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                                    | Whether prior approval of audit committee obtained   | Yes                           |  |
| 2                                    | Whether shareholder approval obtained for material RPT   | Yes                           |  |
| 3                                    | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                            |  |

| <b>Annexure I</b>       |  |                            |
|-------------------------|--|----------------------------|
| <b>VI. Affirmations</b> |  |                            |
| Sr                      | Subject  | Compliance status (Yes/No) |
| 1                       | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015  | Yes                        |
| 2                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee  | Yes                        |
| 3                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                        |
| 4                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                        |
| 5                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | NA                         |
| 6                       | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                              | Yes                        |
| 7                       | 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.                  | Yes                        |
| 8                       | 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:                     | Textual Information(1)     |

|                        |   |
|------------------------|---|
| <b>Text Block</b>      |   |
| Textual Information(1) | The Report was placed before the Board of Directors and the same was noted by them. |

| <b>Annexure II</b>   |   |                                      |   |                        |
|--|---|--------------------------------------|---|------------------------|
| <b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b> |   |                                      |   |                        |
| <b>I. Disclosure on website in terms of Listing Regulations</b>  |   |                                      |   |                        |
| <b>Sr</b>  | <b>Item</b>   | <b>Compliance status (Yes/No/NA)</b> | <b>If status is "No" details of non-compliance may be given here.</b> | <b>Web address</b>     |
| 1  | Details of business   | Yes                                  |   | www.source-natural.com |
| 2  | Terms and conditions of appointment of independent directors  | Yes                                  |   | www.source-natural.com |
| 3  | Composition of various committees of board of directors   | Yes                                  |   | www.source-natural.com |
| 4  | Code of conduct of board of directors and senior management personnel   | Yes                                  |   | www.source-natural.com |
| 5  | Details of establishment of vigil mechanism/ Whistle Blower policy  | Yes                                  |   | www.source-natural.com |
| 6  | Criteria of making payments to non-executive directors  | NA                                   |   |                        |
| 7  | Policy on dealing with related party transactions   | Yes                                  |   | www.source-natural.com |
| 8  | Policy for determining 'material' subsidiaries  | NA                                   |   |                        |
| 9  | Details of familiarization programmes imparted to independent directors   | Yes                                  |   | www.source-natural.com |
| 10   | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes                                  |   | www.source-natural.com |
| 11   | email address for grievance redressal and other relevant details  | Yes                                  |   | www.source-natural.com |
| 12   | Financial results   | Yes                                  |   | www.source-natural.com |
| 13   | Shareholding pattern  | Yes                                  |   | www.source-natural.com |
| 14   | Details of agreements entered into with the media companies and/or their associates   | NA                                   |   |                        |
| 15   | New name and the old name of the listed entity  | NA                                   |   |                        |

| Annexure II             |   |                          |                               |  |
|-------------------------|---|--------------------------|-------------------------------|--|
| II. Annual Affirmations |   |                          |                               |  |
| Sr                      | Particulars   | Regulation Number        | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                       | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6)         | Yes                           |  |
| 2                       | Board composition   | 17(1)                    | Yes                           |  |
| 3                       | Meeting of Board of directors   | 17(2)                    | Yes                           |  |
| 4                       | Review of Compliance Reports  | 17(3)                    | Yes                           |  |
| 5                       | Plans for orderly succession for appointments   | 17(4)                    | Yes                           |  |
| 6                       | Code of Conduct   | 17(5)                    | Yes                           |  |
| 7                       | Fees/compensation   | 17(6)                    | NA                            |  |
| 8                       | Minimum Information   | 17(7)                    | Yes                           |  |
| 9                       | Compliance Certificate  | 17(8)                    | Yes                           |  |
| 10                      | Risk Assessment & Management  | 17(9)                    | Yes                           |  |
| 11                      | Performance Evaluation of Independent Directors   | 17(10)                   | Yes                           |  |
| 12                      | Composition of Audit Committee  | 18(1)                    | Yes                           |  |
| 13                      | Meeting of Audit Committee  | 18(2)                    | Yes                           |  |
| 14                      | Composition of nomination & remuneration committee  | 19(1) & (2)              | Yes                           |  |
| 15                      | Composition of Stakeholder Relationship Committee   | 20(1) & (2)              | Yes                           |  |
| 16                      | Composition and role of risk management committee   | 21(1),(2), (3),(4)       | NA                            |  |
| 17                      | Vigil Mechanism   | 22                       | Yes                           |  |
| 18                      | Policy for related party Transaction  | 23(1),(5), (6),(7) & (8) | Yes                           |  |
| 19                      | Prior or Omnibus approval of Audit Committee for all related party transactions                                   | 23(2), (3)               | Yes                           |  |
| 20                      | Approval for material related party transactions  | 23(4)                    | Yes                           |  |
| 21                      | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                    | NA                            |  |
| 22                      | Other Corporate Governance requirements with respect to subsidiary of listed entity                               | 24(2),(3), (4),(5) & (6) | NA                            |  |
| 23                      | Maximum Directorship & Tenure   | 25(1) & (2)              | Yes                           |  |
| 24                      | Meeting of independent directors  | 25(3) & (4)              | Yes                           |  |
| 25                      | Familiarization of independent directors  | 25(7)                    | Yes                           |  |
| 26                      | Memberships in Committees   | 26(1)                    | Yes                           |  |
| 27                      | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                    | Yes                           |  |
| 28                      | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                    | Yes                           |  |
| 29                      | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)            | Yes                           |  |
|                         | Any other information to be provided - Add Notes  |                          |                               |  |



| <b>Annexure II</b>       |  |
|--------------------------|--|
| <b>III. Affirmations</b> |  |
| 1                        | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied |
|                          | NA   |

| <b>Signatory Details</b> |                   |
|--------------------------|-------------------|
| Name of signatory        | Vijayendra R      |
| Designation of person    | Company Secretary |
| Place                    | Bangalore         |
| Date                     | 12-04-2016        |