NHC Foods Limited



(Formerly Midpoint Software & Electro Systems Ltd.)
(Government Recognised Star Export House)

Quarterly Compliance Report on Corporate Governance

Name of the Company: NHC Foods Limited

(Formerly, Midpoint Software & Electro Systems Limited)

Quarter ending on: 31st March, 2011

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
1	2	3	4
I. Board of Directors	49 I		
(A) Composition of Board	49 (IA)	Yes	NIL
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	NIL
(C) Other provisions as to Board and Committees	49 (IC)	Yes	NIL
D) Code of Conduct	(49 (ID)	Yes	Will be complied in the next Annual Report.
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	NIL
(B) Meeting of Audit Committee	49 (IIB)	Yes	NIL
(C) Powers of Audit Committee 49 (IIC)	49 (IIC)	Yes	NIL
(D) Role of Audit Committee	49 II(D)	Yes	NIL
(E) Review of Information by Audit Committee	49 (IIE)	Yes	NIL
III. Subsidiary Companies	49 (III)	N.A.	NIL
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	NIL
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	NIL
(C) Board Disclosures	49 (IV C)	Yes	NIL
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	NIL





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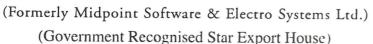
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e-mail: pardi@nhcgroup.com

NHC Foods Limited





(E) Remuneration of Directors	49 (IV E)	Yes	Will be complied	
			in the next Annual	
			Report.	
(F) Management	49 (IV F)	Yes	Will be complied	
			in the next Annual	
			Report.	
(G) Shareholders	49 (IV G)	Yes	Will be complied	
			in the next Annual	
			Report.	
V.CEO/CFO Certification	49 (V)	Yes	Will be complied	
			in the next Annual	
			Report.	
VI. Report on Corporate	49 (VI)	Yes	Will be complied	
Governance			in the next Annual	
			Report.	
VII. Compliance	49 (VII)	Yes	Will be complied	
			in the next Annual	
			Report.	

For NHC Foods Limited

Pranáli Dhumal (Company Secretary)

Date: 11.04.2011 Place: Mumbai

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