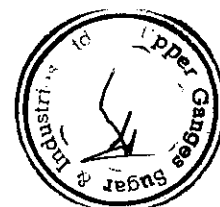


Quarterly Compliance Report on Corporate Governance

Name of the Company : Upper Ganges Sugar & Industries 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(IIA)	Yes.	
B)	Independent Directors	49(IIB)		
C)	Non-executive Directors' compensation & disclosures	49(IIC)	Yes.	
D)	Other provisions as to Board and Committees	49(IID)	Yes.	
E)	Code of Conduct	49(IIE)	Yes.	Complied in the Annual Report of 2013-14 and will be reported in Annual Report of 2014-15.
F)	Whistle Blower Policy	49(IIF)	Yes.	
III. Audit Committee		49(III)		
A)	Qualified & Independent Audit Committee	49(IIIA)	Yes.	
B)	Meeting of Audit Committee	49(IIIB)	Yes.	
C)	Powers of Audit Committee	49(IIIC)	Yes.	
D)	Role of Audit Committee	49(IIID)	Yes.	
E)	Review of Information by Audit Committee	49(IIIE)	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(VIIIA)	Yes.	However, there are no material related party transactions.
B)	Disclosure of Accounting Treatment	49(VIIIB)	Yes.	Complied in the Annual Report of 2013-14 and will be reported in Annual Report of 2014-15.
C)	Remuneration of Directors	49(VIIIC)	Yes.	Complied in the Annual Report of 2013-14 and will be reported in Annual Report of 2014-15.
D)	Management	49(VIIID)	Yes.	Complied in the Annual Report of 2013-14 and will be reported in Annual Report of 2014-15.



E)	Shareholders	49(VIII E)	Yes.	Complied in the Annual Report of 2013-14 and will be reported in Annual Report of 2014-15.
F)	Proceeds from public issues, rights issues, preferential issues, etc.	49(VIII F)	N.A.	Necessary disclosure will be made as and when any issue is made.
IX.	CEO/CFO Certification	49(IX)	Yes	Complied in the Annual Report of 2013-14 and will be reported in Annual Report of 2014-15.
X.	Report on Corporate Governance	49(X)	Yes	Complied in the Annual Report of 2013-14 and will be reported in Annual Report of 2014-15.
XI.	Compliance	49(XI)	Yes	Complied in the Annual Report of 2013-14 and will be reported in Annual Report of 2014-15.

For Upper Ganges Sugar & Industries Limited



Santosh Kumar Poddar
Santosh Kumar Poddar
Company Secretary