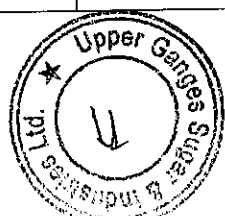


Quarterly Compliance Report on Corporate Governance

Name of the Company : Upper Ganges Sugar & Industries Limited
 Quarter ending on : 30th June, 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.	Has been complied with by making required disclosure in the Annual Report of 2014-15 and shall continue to be so complied with in future, too.
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.	There are no material related party transactions.
B)	Disclosure of Accounting Treatment	49(VIIIB)	Yes.	Has been complied with by making required disclosure in the Annual Report of 2014-15 and shall continue to be so complied with in future, too.
C)	Remuneration of Directors	49(VIIIC)	Yes.	Has been complied with by making required disclosure in the Annual Report of 2014-15 and shall continue to be so complied with in future, too.



D)	Management	49(VI IID)	Yes.	Has been complied with by making required disclosure in the Annual Report of 2014-15 and shall continue to be so complied with in future, too.
E)	Shareholders	49(VIII E)	Yes.	Has been complied with by making required disclosure in the Annual Report of 2014-15 and shall continue to be so complied with in future, too.
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	Has been complied with by making required disclosure in the Annual Report of 2014-15 and shall continue to be so complied with in future, too.
X.	Report on Corporate Governance	49(X)	Yes	Has been complied with by making required disclosure in the Annual Report of 2014-15 and shall continue to be so complied with in future, too.
XI.	Compliance	49(XI)	Yes	Has been complied with by making required disclosure in the Annual Report of 2014-15 and shall continue to be so complied with in future, too.

For Upper Ganges Sugar & Industries Limited



[Signature]
Assistant Company Secretary