



Birla Sugar

K.K. BIRLA GROUP OF SUGAR COMPANIES

UPPER/SE/2015-16/22

October 13, 2015

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra- Kurla Complex, Bandra (E)
Mumbai 400 051

The Dy. General Manager
Corporate Relationship
Department
BSE Ltd.
1st Floor, New Trading Ring,
Rotunda Building
P.J. Towers, Dalal Street,
Fort
Mumbai-400 001

The Secretary
The Calcutta Stock
Exchange Ltd.
7, Lyons Range
Kolkata 700 001

Stock Code : UPERGANGES

Stock Code - 10031097

Stock Code : 530505

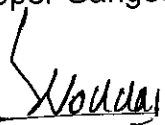
Dear Sir,

Sub: Quarterly Compliance Report on Corporate Governance

We send herewith in the prescribed format quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement for the quarter ended 30th September, 2015.

Please acknowledge receipt.

Yours faithfully,
For Upper Ganges Sugar & Industries Limited,


Santosh Kumar Poddar
Company Secretary

Encl : as above



Quarterly Compliance Report on Corporate Governance

Name of the Company : Upper Ganges Sugar & Industries Limited
 Quarter ending on : 30th September, 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(VIIID)	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(VIIIE)	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(VIIIF)	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



Santosh Kumar Poddar
Santosh Kumar Poddar
Company Secretary