



Birla Sugar

K.K. BIRLA GROUP OF SUGAR COMPANIES

UPPER/SE/2015-16/29

January 8, 2016

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 Regulation 27(2)(a) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31st December, 2015.

Please acknowledge receipt.

Yours faithfully,
For Upper Ganges Sugar & Industries Limited,

Santosh Kumar Poddar
Company Secretary

Encl : as above



Upper Ganges Sugar & Industries Limited

Name of Listed Entity
Quarter Ending

UPPER GANGES SUGAR & INDUSTRIES LIMITED
31ST DECEMBER, 2015

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
MS.	NANDINI NOPANY	00051632 & ABMPN7831R	CHAIRPERSON & NON EXECUTIVE DIRECTOR	01-11-2013	NA	2	1	-
MR.	CHANDRA SHEKHAR NOPANY	00014587 & ABJPN5385K	NON EXECUTIVE DIRECTOR	02-07-1992	NA	7	3	3
MR.	PADAM KUMAR KHAITAN	00019700 & AFLPK3789A	INDEPENDENT DIRECTOR	18-09-2014	5	8	4	3
MR.	PRADEEP KUMAR SINGHI	00067296 & AMQPS7957Q	INDEPENDENT DIRECTOR	18-09-2014	5	1	4	2
MR.	ISHWARI PROSAD SINGH ROY	00217532 & AXVPS3054L	INDEPENDENT DIRECTOR	18-09-2014	5	1	2	1
MR.	GAURAV SWARUP	00374298 & AKTPS6727K	INDEPENDENT DIRECTOR	18-09-2014	5	6	4	1
MR.	SUNIL KANORIA	00421564 & AFTP7014E	INDEPENDENT DIRECTOR	18-09-2014	5	3	5	1
MR.	BAL KISHORE MALPANI	00209006 & ADAMP4493I	EXECUTIVE DIRECTOR	01-11-2013	NA	1	2	-



II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$
1. Audit Committee	Mr Ishwari Prosad Singh Roy	Chairperson - Independent Director
	Mr Pradeep Kumar Singhi	Independent Director
	Mr Bal Kishore Malpani	Executive Director
2. Nomination & Remuneration Committee	Mr Ishwari Prosad Singh Roy	Chairperson - Independent Director
	Mr Padam Kumar Khaitan	Independent Director
	Mr Gaurav Swarup	Independent Director
	Mr Bal Kishore Malpani	Executive Director
3. Risk Management Committee(if applicable)*	Not Applicable	
4. Stakeholders Relationship Committee	Mr Chandra Shekhar Nopany	Chairperson - Non Executive Director
	Mr Ishwari Prosad Singh Roy	Independent Director
	Mr Gaurav Swarup	Independent Director
	Mr Bal Kishore Malpani	Executive Director

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
04-08-2015	06-11-2015	47
21-09-2015	10-12-2015	
	31-12-2015	

IV. Meeting of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap
AUDIT COMMITTEE	03-11-2015	YES	04-08-2015	90
AUDIT COMMITTEE	20-11-2015	YES		
AUDIT COMMITTEE	31-12-2015	YES		
STAKEHOLDERS RELATIONSHIP COMMITTEE	28-10-2015	YES	20-07-2015	99



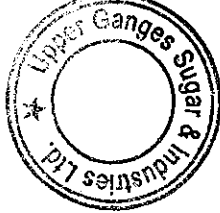
V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. 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:


SANTOSH KUMAR PODDAR
COMPANY SECRETARY & COMPLIANCE OFFICER



N.B. :- The Company is in compliance with SEBI (LODR) Regulations w.e.f 1.12.2015 (part of this relevant quarter) and before this had made all compliances with Listing Agreement