

Quarterly Compliance Report on Corporate Governance


Name of the Company : The Oudh Sugar Mills Ltd.

Quarter ending on : 31st March, 2009

Particulars		Clause of Listing agreement	Compliance Status Yes/No	Remarks
I.	Board of Directors	49I		
	A) Composition of Board	49(IA)	Yes.	
	B) Non-executive Directors' compensation & disclosures	49(IB)	Yes.	
	C) Other provisions as to Board and Committees	49(IC)	Yes.	
	D) Code of Conduct	49(ID)	Yes.	
II.	Audit Committee	49II		
	A) Qualified & Independent Audit Committee	49(IIA)	Yes.	
	B) Meeting of Audit Committee	49(IIB)	Yes.	
	C) Powers of Audit Committee	49(IIC)	Yes.	
	D) Role of Audit Committee	49(IID)	Yes.	
	E) Review of Information by Audit Committee	49(IIE)	Yes.	
III.	Subsidiary Companies	49(III)	Yes	
IV.	Disclosures	49(IV)		
	A) Basis of related party transactions	49(IVA)	Yes.	
	B) Disclosure of Accounting Treatment	49(IVB)	Yes.	
	C) Board Disclosures	49(IVC)	Yes.	
	D) Proceeds from public issues, rights issues, preferential issues, etc.	49(IVD)	Yes.	Out of 39,98,240 Equity Shares issued on Rights basis, the Company received Rs.11,23,53,450 on 37,45,115 Equity Shares as First and Final Call Money. A notice was sent to defaulting shareholders for payment of final call money with interest by 28 th February, 2009. However, 570 shareholders holding 2,53,125, Equity shares failed to pay the final call money by 28 th February, 2009. At the Board meeting held on 30th March, 2009, the Board resolved to forfeit 2,53,125 Equity shares on which final call money amounting to Rs.75,93,750 has not been paid. The Board also decided to waive off the entitlement of interest on payment received after 15.01.2009 as also to refund such interest to all those shareholders who have already paid the same pursuant to the demand of the Company.
	E) Remuneration of Directors	49(IVE)	Yes.	Has been complied in Annual Report.

	F)	Management	49(IVF)	Yes.	Has been complied in Annual Report.
	G)	Shareholders	49(IVG)	Yes.	
V.		CEO/CFO Certification	49(V)	Yes	Has been complied at Meeting of Board of Directors held on 26.08.2008 for approving, inter alia, the Audited Financial Results of the Company for the year ended 30th June, 2008.
VI.		Report on Corporate Governance	49(VI)	Yes	Has been complied in Annual Report
VII.		Compliance	49(VII)	Yes	Has been complied in Annual Report.

For The Oudh Sugar Mills Ltd.



G. N. Pareek
Company Secretary