

UTTAM SUGAR MILLS LIMITED

Registered office :- Village Libberheri, Roorkee, District – Haridwar, Uttarakhand – 247667
Corp Office – A-2E, IIIrd Floor, CMA Tower, Sector 24, Noida – 201 301 (Uttar Pradesh)

Email :- gramaratham uttam@yahoo.com

CIN:- L99999UR1993PLC032518

Website :-www.uttamsugar.in

Corporate Governance Report

1. Name of Listed Entity : Uttam Sugar Mills Limited
 2. Quarter ending : 30.06.2016

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Directors	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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Raj Kumar Adlakhia	PAN-AJZPK7896C DIN-00133256	Managing Director	30.12.2015	-	1	Nil	Nil
Mr.	Ashok Kumar Agarwal	PAN - AAMPAA1736F DIN-05199585	Executive Director	15.12.2014	-	1	1	Nil
Mr.	Ramasamy Vasudevan	PAN-AAACPVI125F DIN-00109908	Non-Executive Independent Director	30.12.2015	1 year and 6 Months	1	2	1
Mr.	Gurbachan Singh Matta	PAN-AAEPPM6860C DIN-02612602	Non-Executive Independent Director	30.12.2015	1 year and 6 Months	2	2	1



Mr.	Bimod Kumar	PAN-AAAYPK3336R DIN-07361689	Non-Executive Nominee Director	13.02.2016	-	2	Nil	Nil
Mr.	Kumar Neel Lohit	PAN-AARPL5992M DIN-06504417	Non-Executive Nominee Director	16.04.2014	-	1	Nil	Nil
Mr.	Narendra Kumar Sawhney	PAN-AASPS8255P DIN-00109853	Non-Executive Independent Director	14.05.2015	1 year and 1 Month	1	1	Nil
Mrs.	Rutuja Rajendra More	PAN-AHJPM3620Q DIN-07201928	Non-Executive Independent Director	05.06.2015	1 year	1	Nil	Nil

** Note: Tenure of Independent Director is calculated on the basis of period from which Independent Director is serving on the Board till the date of relevant quarter. (i.e. from the date of appointment of Director as Independent Director appointed as per Companies Act, 2013 till June Quarter.)*

II. Composition of Committees		Name of Committee members		Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee)
1. Audit Committee		1. Mr. Gurbachan Singh Matta (Chairperson)	Non-Executive Independent Director	
		2. Dr. Ramasamy Vasudevan	Non-Executive Independent Director	
		3. Mr. Narendra Kumar Sawhney	Non-Executive Independent Director	
		4. Mr. Ashok Kumar Agarwal	Executive Director	
2. Nomination & Remuneration Committee		1. Dr. Ramasamy Vasudevan (Chairperson)	Non-Executive Independent Director	
		2. Mr. Gurbachan Singh Matta	Non-Executive Independent Director	
		3. Mr. Binod Kumar	Non-Executive Nominee Director	
3. Stakeholders Relationship Committee		1. Dr. Ramasamy Vasudevan (Chairperson)	Non-Executive Independent Director	
		2. Mr. Gurbachan Singh Matta	Non-Executive Independent Director	

III. Meeting of Board of Directors

Date of Meeting in the previous quarter	Date(s) of Meeting (if any) in the relative quarter	Maximum gap between any two consecutive (in number of days)
13 th February, 2016	14 th May, 2016	90 days

IV. Meeting of Committees

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 between any two consecutive meetings in number of days
<u>A. Audit Committee</u> 14 th May, 2016	<u>Present:</u> Yes 1 Mr. Gurbachan Singh Matta 2 Dr. Ramasamy Vasudevan 3 Mr. Narendra Kumar Sawhney 4 Mr. Ashok Kumar Agarwal	13 th February, 2016	90 days
<u>B. Nomination & Remuneration Committee</u> 14 th May, 2016	<u>Present:</u> Yes 1 Dr. Ramasamy Vasudevan 2 Mr. Gurbachan Singh Matta	-	-
<u>B. Stakeholders Relationship Committee</u> 14 th May, 2016	<u>Present:</u> Yes 1 Mr. Gurbachan Singh Matta 2 Dr. Ramasamy Vasudevan	13 th February, 2016	-

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	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirement) Regulation, 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
3. The committee members have been made aware of their powers, role and responsibility as specified in SEBI (Listing obligations and disclosure requirements), Regulations, 2015.
4. The meetings of the board of directors and the above committee have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirement) Regulation, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

FOR UTTAM SUGAR MILLS LTD.




**(G. RAMARATHNAM)
CHIEF - LEGAL AND CORPORATE AFFAIRS &
COMPANY SECRETARY**