

UTTAM SUGAR MILLS LIMITED

Registered office :- Village Libherheri, Roorkee, District – Haridwar, Uttarakhand – 247667

Corp Office – A-2E, IIIrd Floor, CMA Tower, Sector 24, Noida – 201 301 (Uttar Pradesh)

Email :- gramarathnam uttam@yahoo.com

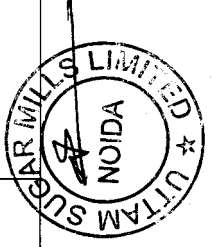
CIN:- L99999UR1993PLC032518

Website :-www.uttamsugar.in

Corporate Governance Report

1. Name of Listed Entity : Uttam Sugar Mills Limited
2. Quarter ending : 31.12.2015

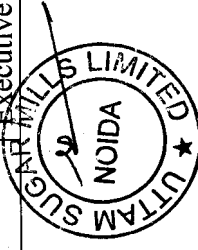
I. Composition of Board of Directors									
Title (Mr./ Ms.)	Name of the Directors	PAN/ DIN	Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee	Date of Appointment in the current term / cessation	Tenure	No. of Directorship in listed entities including this listed entity	Number of 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 Adlakha	PAN-AJZPK7896C DIN-00133256	Managing Director	30.12.2015	-	1	Nil	Nil	
Mr.	Ashok Kumar Agarwal	PAN -AAMP1736F DIN-05199585	Executive Director	15.12.2014	-	1	1	Nil	
Mr.	Ramasamy Vasudevan	PAN-AACPVI125F DIN-00109908	Non- Executive Independent Director	30.12.2015	w.e.f 04.01.2006 upto the date of AGM to be held in the year 2020	1	2	1	



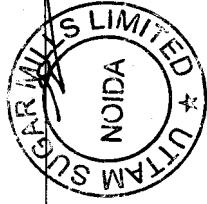
Mr.	Gurbachan Singh Matta	PAN-AAEPM6860C/ DIN-02612602	Non-Executive Independent Director	30.12.2015	w.e.f 12.09.2009 upto the date of AGM to be held in the year 2020	2	2	1
Mr.	Bikash Narayan Mishra	PAN-ADUPM0641G DIN-06418377	Non-Executive Nominee Director	19.09.2013	-	1	Nil	Nil
Mr.	Kumar Neel Lohit	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	30.12.2015	w.e.f 14.05.2015 upto the date of AGM to be held in the year 2019	1	1	Nil
Mrs.	Rutuja Rajendra More	PAN-AHJPM3620Q DIN-07201928	Non-Executive Independent Director	30.12.2015	w.e.f 05.06.2015 upto the date of AGM to be held in the year 2019	1	Nil	Nil

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)
1. Audit Committee	1. Mr. Gurbachan Singh Matta (Chairperson) 2. Dr. Ramasamy Vasudevan 3. Mr. Narendra Kumar Sawhney 4. Mr. Ashok Kumar Agarwal	Non-Executive Independent Director Non-Executive Independent Director Non-Executive Independent Director Executive Director



2. Nomination & Remuneration Committee	1. Dr. Ramasamy Vasudevan (Chairperson) 2. Mr. Gurbachan Singh Matta 3. Mr. Bikash Narayan Mishra	Non-Executive Independent Director
3. Stakeholders Relationship Committee	1. Dr. Ramasamy Vasudevan (Chairperson) 2. Mr. Gurbachan Singh Matta	Non-Executive Independent Director Non-Executive Independent Director 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)
19 th August, 2015	14 th November, 2015	86 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
A. Audit Committee 14 th November, 2015	Yes Present: 1 Mr. Gurbachan Singh Matta 2 Dr. Ramasamy Vasudevan 3 Mr. Narendra Kumar Sawhney 4 Mr. Ashok Kumar Agarwal	19 th August, 2015 86 days
B. Nomination & Remuneration Committee 14 th November, 2015	Yes Present: 1 Mr. Gurbachan Singh Matta 2 Dr. Ramasamy Vasudevan 3 Mr. Bikash Narayan Mishra	N.A. -
B. Stakeholders Relationship Committee 14 th November, 2015	Yes Present: 1 Mr. Gurbachan Singh Matta 2 Dr. Ramasamy Vasudevan	19 th August, 2015 -

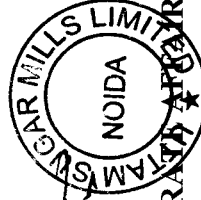


V. Related Party Transactions		Compliance status (Yes/No/NA)
Subject		
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	-NA-	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	-NA-	
VI.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



Annexure

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

Affirmation	Regulation Number	Compliance status (Yes/No/NA)
<i>Broad heading</i>		
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes

FOR UTTAM SUGAR MILLS LTD.



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