

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 :- gramarathnam_uttam@yahoo.com

CIN:-L99999UR1993PLC032518

Website :-www.uttamsugar.in

A. Compliance Report on Corporate Governance

1. Name of Listed Entity : Uttam Sugar Mills Limited

2. Quarter ending : 30.09.2025

I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of the Directors	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Disqualification of Directors under section 164 of the Companies Act, 2013					Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)& 17A(2)]	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)
				Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status											
Mr.	Raj Kumar Adlakha	PAN-AJZPK7896C DIN-00133256	Managing Director	No	-	-	-	Active	-	-	28.07.1998	01.04.2024	-	-	22-01-1956	1	-	-	-
Mr.	Shankar Lal Sharma	PAN-AGMPS8068E DIN-09018381	Executive Director	No	-	-	-	Active	-	-	07.01.2021	01.01.2024	-	-	10-08-1973	1	-	1	-
Mr.	Gurbachan Singh Matta	PAN-AAEPM6860C DIN-02612602	Non-Executive Non-Independent Director	No	-	-	-	Active	Yes	19.09.2025	30.09.2020	30.09.2025	-	-	24-03-1948	1	-	2	1
Mr.	Jasbir Singh	PAN- AAAPS5546F DIN-08897793	Non-Executive Independent Director	No	-	-	-	Active	Yes	19.09.2025	30.09.2020	30.09.2025	-	5 Years	20-08-1947	1	1	2	-
Mr.	Ravi Kumar	PAN- ABYPK3865E DIN-02362615	Non-Executive Independent Director	No	-	-	-	Active	-	-	10.08.2022	10.08.2022	-	3 Years and 1 Month	15-04-1961	3	3	4	2
Mrs.	Anju Sethi	PAN-AFYPS3344G DIN-10746144	Non-Executive Independent Director	No	-	-	-	Active	-	-	18.09.2024	18.09.2024	-	1 Year	15-03-1956	1	1	-	-

Whether Regular Chairperson appointed

Yes

Whether Chairperson is related to managing Director or CEO

Yes

* 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 the Companies Act, 2013 till September, 2025 Quarter.)



II. Composition of Committees							
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members		Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation	
1. Audit Committee	Yes	1. Mr. Ravi Kumar (Chairperson) 2. Mr. Jasbir Singh 3. Mr. Gurbachan Singh Matta		Non-Executive Independent Director Non-Executive Independent Director Non-Executive Non-Independent Director	19.09.2024 30.09.2020 30.09.2020	- - -	
2. Nomination & Remuneration Committee	Yes	1. Mr. Jasbir Singh (Chairperson) 2. Mrs. Anju Sethi 3. Mr. Gurbachan Singh Matta		Non-Executive Independent Director Non-Executive Independent Director Non-Executive Non- Independent Director	30.09.2020 19.09.2024 30.09.2020	- - -	
3. Risk Management Committee	Yes	1. Mr. Shankar Lal Sharma (Chairperson) 2. Mrs. Anju Sethi 3. Mr. Sanjay Bhandari		Executive Director Non-Executive Independent Director Chief Financial Officer	16.05.2022 19.09.2024 16.05.2022	- - -	
4. Stakeholders Relationship Committee	Yes	1. Mr. Gurbachan Singh Matta (Chairperson) 2. Mr. Shankar Lal Sharma 3. Mr. Jasbir Singh		Non-Executive Non-Independent Director Executive Director Non-Executive Independent Director	30.09.2020 19.09.2024 30.09.2020	- - -	
5. Corporate Social Responsibility Committee	Yes	1. Mr. Raj Kumar Adlakha (Chairperson) 2. Mr. Shankar Lal Sharma 3. Mrs. Anju Sethi		Managing Director Executive Director Non-Executive Independent Director	14.05.2014 07.01.2021 19.09.2024	- - -	
III. Meeting of Board of Directors							
Date (s) of Meeting in the previous quarter	Date (s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total Number of Directors as on date of the meeting	No. of Directors Present (all Directors including Independent Directors)	No. of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings (in number of days)	
23 rd May, 2025	13 th August, 2025	Yes	6	6	3	81 days	
IV. Meeting of Committees							
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Total Number of Directors/Members in the committee as on date of the meeting	No. of Directors present (all Directors including Independent Directors)	No. of Independent Directors attending the meeting	No. of members attending the meeting (other than Board of Directors)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
A. <u>Audit Committee</u> 13 th August, 2025	Yes <u>Present:</u> 1. Mr. Ravi Kumar 2. Mr. Jasbir Singh 3. Mr. Gurbachan Singh Matta	3	3	2	-	23 rd May, 2025	81 days
B. <u>Nomination & Remuneration Committee</u> 13 th August, 2025	Yes <u>Present:</u> 1. Mr. Jasbir Singh 2. Mrs. Anju Sethi 3. Mr. Gurbachan Singh Matta	3	3	2	-	-	-
C. <u>Risk Management Committee</u> -	-	-	-	-	-	24 th May, 2025	-



D. Stakeholders Relationship Committee	Yes						
13 th August, 2025	Present: 1. Mr. Gurbachan Singh Matta 2. Mr. Shankar Lal Sharma 3. Mr. Jasbir Singh	3	3	1	-	23 rd May, 2025	81 days
E. Corporate Social Responsibility Committee						24 th May, 2025	-

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 e. Corporate Social Responsibility Committee 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.

Details of Cyber Security Incidence	Yes/No
Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cybersecurity incidents or breaches, or loss of data or documents during the quarter	No

FOR UTTAM SUGAR MILLS LTD

(RAJESH GARG)
COMPANY SECRETARY & COMPLIANCE OFFICER



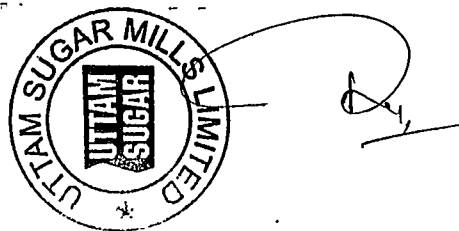
B. Investor Grievance Redressal report

<u>Investor Grievance Redressal report</u>	
No. of investor complaints pending at the beginning of the quarter	Nil
No. of investor complaints received during the quarter	Nil
No. of investor complaints disposed-off during the quarter	Nil
No. of investor complaints those remaining unresolved at the end of the quarter	Nil

C. Disclosure of acquisition of shares or voting rights in Unlisted Companies

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Sr. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	Uttam Distilleries Limited	24.07.2025	77.27	6.46	83.73



D. Disclosure of Imposition of Fine or Penalty

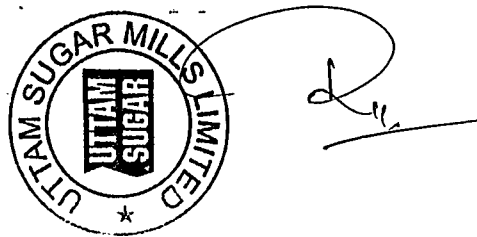
The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para-A of Part A of Schedule III are given below:

S. No.	Name of the authority	Natureanddetails of the action(s) taken or order(s) passed	Date of receipt of direction or order,includinganyad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
-	-	-	-	-	-

E. Disclosure of updates to ongoing tax litigations or disputes

The updates on tax litigations or disputes in terms of sub-para 8 of para-B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation/disputeas per last disclosure	Current status of the litigation / dispute
-	-	-	-	-



Annexure III

Affirmations			
Broad heading	Regulation Number	Compliance status(Yes/No/NA)	If status is "No" details of non-compliance
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	-
Presence of chairperson of Audit Committee at the annual general meeting	18(1)(d)	Yes	-
Presence of chairperson of the Nomination and Remuneration Committee at the annual general meeting	19(3)	Yes	-
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes	-
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	-
Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	-
Submission of Annual Secretarial Compliance Report	24A(2)	Yes	-
Whether Corporate Governance Report disclosed in Annual Report	34(3) read with para C of Schedule V	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. 3 If the Listed Entity would like to provide any other information the same may be indicated here.			

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(RAJESH GARG)

COMPANY SECRETARY & COMPLIANCE OFFICER

Half year ending – 30.09.2025

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them	Not Applicable	
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them	Not Applicable		
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them	Not Applicable		
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			



II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

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Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company ;and
 - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..

