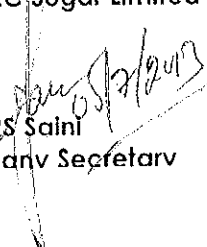


**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**Name of the Company : **SBEC SUGAR LIMITED**Quarter ending on : **30<sup>th</sup> June, 2013**

Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
<b>I. Board of Directors</b>	<b>49I</b>		
(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	
<b>II. Audit Committee</b>	<b>49(II)</b>		
(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	
<b>III. Subsidiary Companies</b>	<b>49(III)</b>	Yes	
<b>IV. Disclosures</b>	<b>49(IV)</b>		
(A) Basis of related party transactions	49(IVA)	Yes	
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	
(C) Board Disclosures – Risk Management	49(IVC)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	N.A.	
(E) Remuneration of Directors	49(IVE)	Yes	To be disclosed in the Annual Report for the period ended 31 <sup>st</sup> March, 2013.
(F) Management (i) Management Discussion and Analysis Report (ii) Disclosures	49(IVF)	Yes	To be disclosed in the Annual Report for the period ended 31 <sup>st</sup> March, 2013.
(G) Shareholders (i) Re-appointment of Director (ii) Quarterly Results (iii) Shareholders' Grievance Committee (iv) Share Transfer Committee	49(IVG)	Yes Yes Yes Yes	
<b>V. CEO/CFO Certification</b>	<b>49(V)</b>	Yes	To be disclosed in the Annual Report for the period ended 31 <sup>st</sup> March, 2013.
<b>VI. Report on Corporate Governance</b>	<b>49(VI)</b>	Yes	To be disclosed in the Annual Report for the period ended 31 <sup>st</sup> March, 2013.
<b>VII. Compliance</b>	<b>49(VII)</b>	Yes	To be disclosed in the Annual Report for the period ended 31 <sup>st</sup> March, 2013.

for SBEC Sugar Limited



Ajay PS Saini  
Company Secretary