

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **SBEC SUGAR LIMITED**

Quarter ending on: **31<sup>st</sup> December, 2011**

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	Will be disclosed in next Annual Report of the Company
(F) Management	49(IVF)	Yes	Will be complied in next Annual Report of the Company
(i) Management Discussion and Analysis Report			
(ii) Disclosures			
(G) Shareholders	49(IVG)		
(i) Re-appointment of Director		N.A.	
(ii) Quarterly Results		Yes	
(iii) Shareholders' Grievance Committee		Yes	
(iv) Share Transfer Committee		Yes	
<b>V. CEO/CFO Certification</b>	<b>49(V)</b>	Yes	Will be complied in next Annual Report of the Company.
<b>VI. Report on Corporate Governance</b>	<b>49(VI)</b>	Yes	Will be complied in next Annual Report of the Company.
<b>VII. Compliance</b>	<b>49(VII)</b>	Yes	Will be complied in next Annual Report of the Company.

for **SBEC Sugar Limited**

  
**Anup Gupta**  
**Company Secretary**