

Quarterly Compliance Report on Corporate Governance:


Name of the Company : M/s. Dwarikesh Sugar Industries Limited

Quarter Ending on: September 30, 2015

| Particulars | | Clause of Listing Agreement | Compliance Status (Yes/No/NA) | Remarks |
|-------------|---|-----------------------------|-------------------------------|---|
| II | Board of Directors | 49 (II) | Yes | |
| (A) | Composition of Board | 49 (IIA) | Yes | |
| (B) | Independent Directors | 49 (IIB) | Yes | |
| (C) | Non Executive Directors' compensation & Disclosures | 49 (IIC) | Yes | |
| (D) | Other provisions as to Board & Committees | 49 (IID) | Yes | |
| (E) | Code of conduct | 49 (IIE) | Yes | |
| (F) | Whistle Blower Policy | 49 (IIF) | Yes | |
| III | Audit Committee | 49 (III) | Yes | |
| (A) | Qualified and Independent Audit Committee | 49 (IIIA) | Yes | |
| (B) | Meeting of Audit Committee | 49 (IIIB) | Yes | |
| (C) | Powers of Audit Committee | 49 (IIIC) | Yes | |
| (D) | Role of Audit Committee | 49 (IIID) | Yes | |
| (E) | Review of information by Audit Committee | 49 (IIIE) | Yes | |
| IV | Nomination and Remuneration Committee | 49 (IV) | Yes | |
| V | Subsidiary Companies | 49 (V) | NA | |
| VI | Risk Management | 49 (VI) | Yes | |
| VII | Related Party Transactions | 49 (VII) | Yes | |
| VIII | Disclosures | 49 (VIII) | Yes | |
| (A) | Related Party Transactions | 49 (VA) | Yes | |
| (B) | Disclosure of Accounting Treatment | 49 (VB) | Yes | |
| (C) | Remuneration of Directors | 49 (VC) | Yes | |
| (D) | Management | 49 (VD) | Yes | *Will be complied in the 22 nd AGM/ Annual report. |
| (E) | Shareholders | 49 (VE) | Yes | |
| (F) | Proceed from Public Issues, Rights Issues, Preferential Issues etc. | 49 (VF) | NA | |
| IX | CEO/CFO Certification | 49 (IX) | Yes | *Will be complied in the 22 nd Annual report. |
| X | Report on Corporate Governance | 49 (X) | Yes | *Will be complied in the 22 nd Annual report. |
| XI | Compliance | 49 (XI) | Yes | *Will be complied in the 22 nd Annual report. |

* Subject to review in view of the proposed new Listing Agreement, 2015 to be effective from December 1, 2015

For DWARIKESH SUGAR INDUSTRIES LIMITED


B. J. Maheshwari
 Whole Time Director & CS cum CCO
 Date: October 7, 2015

