

Name of the Company: UB ENGINEERING LIMITED

Quarter ending on: March 31, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49(I)		
(A) Composition of Board	49 (IA)	NO	<p>The Company was in compliance with Clause 49[IA] until the resignations of Mr.N.Srinivasan, Non-Executive Independent Director and Mr.A.Harish Bhat, Non-Executive Director w.e.f. November 11<sup>th</sup> and 13<sup>th</sup>, 2013.</p> <p>Further, Mr.S.D.Lalla, Non-Executive Chairman and Mr.Mulraj Mody, Non-Executive Independent Director resigned w.e.f. November 19<sup>th</sup>, 2013 and March 12<sup>th</sup>, 2014.</p> <p>The Company is in process of appointing Non-Executive Independent Directors.</p>
(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>	49(II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	NO	The Company is in process of establishment of the Committee.
(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>	49(III)	N.A.	Non material non listed
<b>IV. Disclosures</b>	49(IV)		
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	Will be complied with to the extent required, as and when applicable
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
(E) Remuneration of Directors	49 (IV E)	YES	Will be complied in Annual Report 2013-2014
(F) Management	49 (IV F)	YES	Will be complied in Annual Report 2013-2014
(G) Shareholders	49 (IV G)	YES	Will be complied in Annual Report 2013-2014
<b>V. CEO/CFO Certification</b>	49(V)	YES	Will be complied in Annual Report 2013-2014
<b>VI. Report on Corporate Governance</b>	49(VI)	YES	Will be complied in Annual Report 2013-2014
<b>VII. Compliance</b>	49 (VII)	YES	Will be complied in Annual Report 2013-2014

For UB Engineering Limited

*P. Bhandare*  
Assistant Manager (Secretarial)