

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: UB ENGINEERING LIMITED (CIN: L32109MH1970PLC014509)

Quarter ending on: June 30, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	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, Mr. A.Harish Bhat, Non-Executive Director, Mr.S.D.Lalla, Non-Executive Chairman and Mr.Mulraj Mody, Non-Executive Independent Director w.e.f. 11th Nov. 2013, 13th Nov. 2013, 19th Nov., 2013 and 12th March, 2014 respectively the reporting of which, has been made to the exchanges.</p> <p>Mr. Alfred Tuinman, Executive Director (Commercial) has also resigned w. e. f. 3rd April, 2014 the reporting of which, has been made to the exchanges.</p> <p>The Company is in process of appointing Non-Executive/Independent Directors.</p> <p>As on the date of the reporting, the Company is not in compliance with Clause 49[IA].</p>
(B) Non-executive Directors' compensation & disclosures	49 (IB)	YES	
(C) Other provisions as to Board and Committees	49 (IC)	NO	Refer 49 (IA) above.
(D) Code of Conduct	49 (ID)	YES	
II. Audit Committee	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)	NO	
(C) Powers of Audit Committee	49 (IIC)	NO	
(D) Role of Audit Committee	49(IID)	NO	
(E) Review of Information by Audit Committee	49 (IIE)	NO	
III. Subsidiary Companies	49(III)	N.A.	-

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
IV. Disclosures	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.	
(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
V. CEO/CFO Certification	49(V)	YES	Will be complied in Annual Report 2013-2014
VI. Report on Corporate Governance	49(VI)	YES	Will be complied in Annual Report 2013-2014
VII. Compliance	49 (VII)	YES	Will be complied in Annual Report 2013 - 2014

For UB Engineering Limited

srinipal

Sr. Officer (Secretarial)