CIN-L74899DL1984PLC018268

OSWAL OVERSEAS LIMITED

(Sugar Division)

Village Aurangabad, Teh. Nawabganj, P.O.-Grem, Distt. Bareilly (U.P.) 243407

Phone : 05825-226551 (M) 09997300551-552, Fax : 05825-226753

Quarterly Compliance Report on Corporate Governance

Name of the Company : OSWAL OVERSEAS LIMITED

Quarter ending on : 30 June, 2015

Particulars	Clause of Listing agreement	Compliance Status (Yes/No/N.A.)	Remarks
II. Board of Directors	**49 II**		
(A) Composition of Board	49 (II A)	Yes	Total Strength of the Board is – 4 No. of Independent Directors – 2 No. of Non-Independent Directors – 2
(B) Independent Directors	49 (II B)	Yes	No. of Independent Directors – 2
(C) Non-executive Directors' compensation & disclosures	49 (II C)	Yes	
(D) Other provisions as to Board and Committees	49 (II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	
(F) Whistle Blower Policy	49 (II F)	Yes	
III. Audit Committee	**49 (III)**		Total Strength of the committee is – 3 of which 2 are independent Directors including Chairman
(A) Qualified & Independent	49 (III A)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of Information by Audit Committee	49 (III E)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Total Strength of the committee is – 3 of which 2 are independent Directors including Chairman
V. Subsidiary Companies	**49 (V)**	N.A.	

OSWAL OVERSEAS LTD. New Delhi

Regd. Office : 72, Taimoor Nagar, Opp. New Friends Colony, New Delhi - 110025
Phone : 011-26332465 Fax : 011-26322664
E-mail : info@oswaloverseasltd.com

CIN-L74899DL1984PLC018268

OSWAL OVERSEAS LIMITED

(Sugar Division)

Village Aurangabad, Teh. Nawabganj, P.O.-Grem, Distt. Bareilly (U.P.) 243407

Phone : 05825-226551 (M) 09997300551-552, Fax : 05825-226753

VI. Risk Management	**49(VI)**	Yes	
VII. Related Party Transactions	**49 (VII)**	Yes	
VIII. Disclosures	**49 (VIII)**		
(A) Basis of related party transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Applicable Accounting standards are being complied with on a continual basis and due disclosure will be made in next Annual Report
(C) Remuneration of Directors	49 (VIII C)	Yes	None of the Directors are receiving any remuneration
(D) Management	49 (VIII D)	Yes	To be complied in next Annual Report
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	**49 (IX)**	Yes	To be complied in next Annual Report
X. Report on Corporate Governance	**49 (X)**	Yes	To be complied in next Annual Report
XI. **Compliance**	**49 (XI)**	Yes	To be complied in next Annual Report

OSWAL OVERSEAS LTD. New Delhi

Regd. Office : 72, Taimoor Nagar, Opp. New Friends Colony, New Delhi - 110025
Phone : 011-26332465 Fax : 011-26322664
E-mail : info@oswaloverseasltd.com