

Date: October 12, 2015.

To,
The Corporate Relations Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001
Fax no.022-22721919/3131/2037

Dear Sir,

**Sub: Furnishing of Statements as per the Listing Agreement – Reg.,
Ref: Scrip Code: 532183**

.....
As per the Listing Agreement, please find enclosed the following:

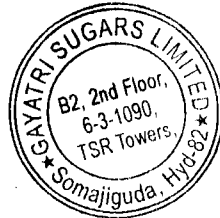
1. Corporate Governance Report for the quarter ended September 30, 2015 as per Clause-49.

Kindly acknowledge the receipt of the same.

Thanking You,

Yours faithfully,
For **GAYATRI SUGARS LIMITED**

Munmun Baid



(CS MUNMUN BAID)
Company Secretary & Compliance Officer

Regd. & Corp. Office :

Gayatri Sugars Limited, B2, 2nd Floor, 6-3-1090, TSR Towers,
Raj Bhavan Road, Somajiguda, Hyderabad 500 082. Telangana

T +91 40 2341 4823 / 4826
F +91 40 2341 4827

W www.gayatrisugars.com

Factories :

Kamareddy Unit : Adloor Yellareddy, Sadasivanagar Mandal,
Nizamabad Dist. - 503 145. Telangana

T +91 8468 248558
F +91 8468 248559

Nizamsagar Unit : Maagi, Nizamsagar Mandal,
Nizamabad Dist. - 503 302. Telangana

T +91 8465 275577

CIN : **L15421TG1995PLC020720**

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : GAYATRI SUGARS LIMITED
Quarter ending on : 30/09/2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)	-	
(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 and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	Company has adopted the Code of Conduct and the same is available on the website.
(F) Whistle Blower Policy	49 (IIF)	Yes	Company has adopted the Whistle Blower Policy and the same is available on the website.
III. Audit Committee	49 (III)	-	
(A) Qualified & 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)	N.A	Since the Company has no subsidiaries.
VI. Risk Management	49 (VI)	Yes	

For Gayatri Sugars Ltd.

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GAYATRI

Continuous Sheet

VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	Company has adopted the Policy for Consideration and Approval of the Related Party Transactions and the same is available on the website.
(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A	The Company is preparing its financial statements in compliance with the applicable accounting standards and the relevant provisions of the Companies Act.
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be complied in the next Annual Report.
(D) Management	49 (VIII D)	Yes	Will be complied in the next Annual Report.
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, right issue, preferential issues, etc	49 (VIII F)	N.A	
IX. CEO/CFO Certification	49 (IX)	Yes	Will be complied in the next Annual Report.
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in the next Annual Report.
XI. Compliance	49 (XI)	Yes	Will be complied in the next Annual Report.

For Gayatri Sugars Ltd.

Munmun Baid

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Company Secretary & Compliance Officer