

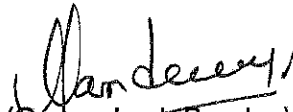
**Quarterly Compliance Report on Corporate Governance  
under Clause 49 of the Listing Agreement**

Name of the Company : Universal Cables Limited

Quarter ending on : 31st December, 2014

Particulars		Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II</b>	<b>Board of Directors</b>	<b>49(II)</b>		
(A)	Composition of Board	49(IIA)	Yes	
(B)	Independent Directors	49(II B)	Yes	
(C)	Non-executive Directors' compensation & disclosures	49(II C)	Yes	
(D)	Other Provisions as to Board and	49(II D)	Yes	
(E)	Code of Conduct	49(II E)	Yes	
(F)	Whistle Blower Policy	49(II F)	Yes	
<b>III</b>	<b>Audit Committee</b>	<b>49(III)</b>		
(A)	Qualified & Independent Audit Committee	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	
<b>IV</b>	<b>Nomination and Remuneration Committee</b>	<b>49(IV)</b>	Yes	
<b>V</b>	<b>Subsidiary Companies</b>	<b>49(V)</b>	N.A.	
<b>VI</b>	<b>Risk Management</b>	<b>49(VI)</b>	Yes	
<b>VII</b>	<b>Related Party Transactions</b>	<b>49(VII)</b>	Yes	No material related party transaction during the quarter ended 31st December, 2014
<b>VIII</b>	<b>Disclosures</b>	<b>49(VIII)</b>		
(A)	Related Party Transactions *	49(VIII A)	Yes	
(B)	Disclosure of Accounting Treatment	49(VIII B)	Yes	
(C)	Remuneration of Directors	49(VIII C)	Yes	
(D)	Management	49(VIII D)	Yes	
(E)	Shareholders	49(VIII E)	Yes	
(F)	Proceeds from Public Issues, Right Issues, Preferential Issues, etc.	49(VIII F)	N.A.	
<b>IX</b>	<b>CEO/CFO Certification</b>	<b>49(IX)</b>	No	Will be complied Annually
<b>X</b>	<b>Report on Corporate Governance</b>	<b>49(X)</b>	Yes	
<b>XI</b>	<b>Compliance</b>	<b>49(XI)</b>	No	Will be complied in the next Annual Report

For UNIVERSAL CABLES LIMITED

  
 (Omprakash Pandey)  
 Company Secretary