

**Regd./Corp. Office :**

57/2, Site-IV Industrial Area,  
Sahibabad, Ghaziabad - 201 010  
Uttar Pradesh (India)  
Tel." +91-120-4161700 (60 Lines)  
Tele Fax : +91-120-2895299, 2896041  
E-mail : info@alpsindustries.com  
CIN : L51109UP1972PLC003544  
[www.alpsindustries.com](http://www.alpsindustries.com)

ALPS/148/SE10/2017-2018

October 6, 2017

<p>The General Manager Market Operations Deptt., National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G-Block, Bandra-Kurla Complex Bandra (E), <b>Mumbai - 400 051</b> Ph - 91-22-2659 8101 - 8114 Fax : 022 - 26598237/38/ 2659 8100 <b>Email - <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a></b></p>	<p>Ms. Erika D'Sa, (Relationship Manager) Corporate Relationship Deptt., <b>Bombay Stock Exchange Limited,</b> 1<sup>st</sup> Floor New Trading Ring, Rotunda Building, P. J. Towers, Dalal Street, Fort, <b>Mumbai-400 001.</b> Ph - 022-22728995 Fax: 022 - 22723121 / 3719/2037/2039/2041/2061 Email - <a href="mailto:intern.erika@bseindia.com">intern.erika@bseindia.com</a> , <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a></p>
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**SUB : INFORMATION REGULATION 27(2) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) 2015.**

Dear Sir,

As required under the Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, we are enclosing herewith the following document:-

1. Quarterly & Half Yearly Compliance Reports on Corporate Governance for the quarter ended on 30/09/2017.

We hope you will find the same in order.

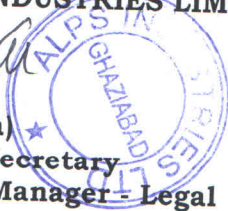
Thanking you,

Yours faithfully,

For **ALPS INDUSTRIES LIMITED**

  
(Ajay Gupta) ★  
Company Secretary  
& General Manager - Legal

Encl. a/a.





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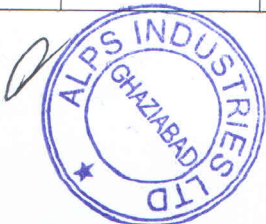
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**1. Name of Listed Entity : ALPS INDUSTRIES LIMITED**

**2. Quarter ending :30<sup>th</sup> SEPTEMBER 2017**

S R N O	Titl e (Mr. /Mr s.)	Name of Director's	Din & Pan	Category (Chairperson/ Executive/ Non Executive/ Independent/Nomine e)	Date of Appointment (Current Term/ Cessation)	Tenure	No. Of Directorshi ps in listed entities including this entity  (Refer Regulation 25(1) Listing Obligation s)	Number Of Members hips in Audit/Stak eholders Committe es' including this entity  (Refer Regulation 26(1) Listing Obligation )	No of post of Chairperso n in Audit/Stak eholders Committee s' including this entity  (Refer Regulation 26(1) Listing Obligation)
1	Mr.	Kishan Kumar Agarwal	00139252 & AAPPA5044B	Chairman & Non Executive Director	11/05/1972 (Rotational)	NA	1	0	0
2	Mr.	Sandeep Agarwal	00139439 & ACEPA4737G	Managing Director	01/04/2017 (Rotational) (for 3 years)	NA	1	3	0
3	Mr.	Pramod Kumar Rajput	00597342 & AAAPR4916R	Whole Time Director	28/07/2017 (Rotational) (for 3 years)	NA	1	0	0
4	Mr.	Prabhat Krishna	02569624 & AAKPP4573F	Independent Director	11/02/2015 (For 3 years)	Original Date of Appointment 31/07/2009 & Re- appointment on 11/02/2015 - 10/02/2018	2	3	3
5	Mr.	Tilak Raj Khosla	02724242 & ACEPK5528K	Independent Director	11/02/2015 (For 3 years)	Original Date of Appointment 31/07/2009 & Re- appointment on 11/02/2015 - 10/02/2018	1	3	0
6	Mr.	Pradyumn Kumar Lamba	02843166 & AANPL8667R	Independent Director	11/02/2015 (For 3 years)	Original Date of Appointment 12/12/2009 & Re- appointment on 11/02/2015 - 10/02/2018	1	3	0
7	Ms.	Deepika Shergill	07093795 & AAAPO3953E	Independent Director	11/02/2015 (For 3 years)	Original Date of Appointment 11/02/2015 - 10/02/2018	1	0	0



**II. Composition of Committees**

Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non Executive/Independent/Nominee)
<b>Audit Committee</b>	Mr. Prabhat Krishna	Chairman of Committee & Independent Director - Member
	Mr. Sandeep Agarwal	Managing Director & Member
	Mr. Tilak Raj Khosla	Independent Director & Member
	Mr. Pradyumn Kumar Lamba	Independent Director & Member
<b>Nomination &amp; Remuneration Committee</b>	Mr. Prabhat Krishna	Chairman of Committee & Independent Director - Member
	Mr. Tilak Raj Khosla	Independent Director & Member
	Mr. Pradyumn Kumar Lamba	Independent Director & Member
<b>Risk Management committee ( If applicable)</b>	<b>Not Applicable</b>	
<b>Stakeholders Relationship Committee</b>	Mr. Prabhat Krishna	Chairman of Committee & Independent Director - Member
	Mr. Sandeep Agarwal	Managing Director & Member
	Mr. Tilak Raj Khosla	Independent Director & Member
	Mr. Pradyumn Kumar Lamba	Independent Director & Member

**III. MEETING OF BOARD OF DIRECTORS**

Date(s) meeting (if any) in Previous Quarter	Date(s) of Meeting (if any) in the relevant Quarter	Maximum gap between any two consecutive meetings in number of days
30/05/2017	13/09/2017	105

**Note:** The company has availed the extension period of one month to hold the Board meeting as permitted under the SEBI circular reference no. CIR/CFID/FAC/62/2016 dated July 05 2016, due to implementation of IND AS 2015 applicable first time w.e.f 1st April, 2017.







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#### IV. MEETING OF COMMITTEES

##### AUDIT COMMITTEE

Date(s) meeting (if any) in Previous Quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the relevant Quarter	Maximum gap between any two consecutive meetings in number of days
30/05/2017	Yes, All the Members were Present Namely As under : Mr. Prabhat Krishna Mr. Sandeep Agarwal Mr. Tilak Raj Khosla Mr. Pradyumn Kumar Lamba	13/09/2017	105

#### V. RELATED PARTY TRANSACTIONS

SUBJECT	COMPLIANCE STATUS (YES/NO/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

#### VI. AFFIRMATIONS

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk Management committee (applicable to the top 100 listed entities) – NA.





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3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.  
Any comments/observations/advice of Board of Directors may be mentioned here --- **Report was placed before Board and Adopted by the Board.**

  
**AJAY GUPTA**  
Company Secretary &  
G.M.- Legal





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1. Name of Listed Entity : ALPS INDUSTRIES LIMITED
2. Half Year ending : 30<sup>th</sup> SEPTEMBER 2017

I AFFIRMATIONS		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes



**AJAY GUPTA**  
Company Secretary &  
G.M.- Legal