

Alps Industries Ltd.

REGD./CORP. OFFICE

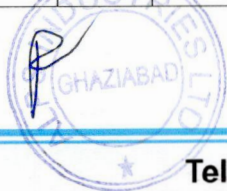
57/2, Site-IV, Industrial Area
Sahibabad, Ghaziabad - 201010
Uttar Pradesh (India)

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : **Alps Industries Limited**
2. Quarter ending : **December 31, 2019**

I. Composition of Board of Directors

Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors hip in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of member ships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Krishan Kumar & Agarwal	00139252 AAPPA5044B	Non Executive Chairman & Promoter Director	11/05/1972 Rotational	31/08/2019 as confirmation to be continue as Non Executive Chairman, vide Special resolution passed at the AGM held on 31/08/2019 due to exceeding the age limit of 75 years.	-	Not Applicable	29-10-1941	1	0	0	0
Mr.	Sandeep & Agarwal	00139439 ACEPA4737G	Managing Director	01/01/1993 Rotational	01/04/2017 (Rotational for 3 years)	-	Not Applicable	24-08-1964	1	0	2	0



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CIN : L51109UP1972PLC003544

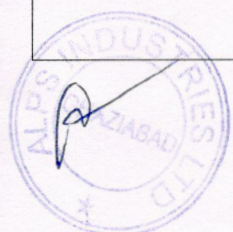
Mr.	Pramod Kumar Rajput	00597342 & AAAPR4916R	Whole Time Director	11/12/2009	28/07/2018 (Rotational for 3 years)	-	Not Applicable	06-06-1956	1	0	0	0
Mr.	Prabhat Krishna	02569624 & AAKPP4573F	Independent Director	31/07/2009	11/02/2018 (For 5 Years)	-	22 Months	06-11-1947	2	2	4	4
Mr.	Tilak Raj Khosla	02724242 & ACEPK5528K	Independent Director	31/07/2009	11/02/2018 (For 5 Years)	-	22 Months	19-03-1947	1	1	2	0
Mr.	Pradyumn Kumar Lamba	02843166 & AANPL8667R	Independent Director	12/12/2009	11/02/2018 (For 5 Years)	-	22 Months	15-01-1948	1	1	2	0
Ms.	Deepika Shergill	07093795 & AAAP03953E	Independent Director	11/02/2015	11/02/2018 (For 5 Years)	-	22 Months	11-08-1962	1	1	0	0

Whether Regular chairperson appointed: **No**

Whether Chairperson is related to managing director or CEO: **Yes**

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	No	Mr. Prabhat Krishna	Chairperson of the committee & Independent Director-Member	31-07-2009	-
		Mr. Sandeep Agarwal	Managing Director & Member	01-01-1993	-
		Mr. Tilak Raj Khosla	Independent Director & Member	31-07-2009	-
		Mr. Pradyumn Kumar Lamba	Independent Director & Member	12-12-2009	-
2. Nomination & Remuneration Committee	No	Mr. Prabhat Krishna	Chairperson of the committee & Independent Director-Member	31-07-2009	-
		Mr. Tilak Raj Khosla	Independent Director & Member	31-07-2009	-
		Mr. Pradyumn Kumar Lamba	Independent Director & Member	12-12-2009	-
3. Risk Management Committee(if applicable)	Not Applicable				
4. Stakeholders Relationship Committee	No	Mr. Prabhat Krishna	Chairperson of the committee & Independent Director-Member	31-07-2009	-
		Mr. Sandeep Agarwal	Managing Director &	01-01-1993	-



			Member		
		Mr. Tilak Raj Khosla	Independent Director & Member	31-07-2009	-
		Mr. Pradyumn Kumar Lamba	Independent Director & Member	12-12-2009	-

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
14/08/2019	14/11/2019	Yes	5	3	91 days

IV. Meetings of Committees

1. AUDIT COMMITTEE

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
14/11/2019	Yes	2	2	14/08/2019	91 days

2. STAKEHOLDER RELATIONSHIP COMMITTEE

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
14/11/2019	Yes	2	2	14/08/2019	91 days

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 the 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): **Not Applicable**
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.

This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. **Report was placed before the board and adopted by the board.**


Ajay Gupta
Company Secretary &
General Manager-Legal

Date: 03.01.2020

Place: Ghaziabad