

# 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 : **September 30, 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- appointm ent	Date of Ce ssation	Ten ure *	Date of Birth	No. Of direct ors in listed entitie s includ ing this listed entity [in refere nce to Regul ation 17A(1) ]	No of Indepen dent Directors hip in listed entities including this listed entity [in referenc e to proviso to regulatio n 17A(1)]	Number of member ships in Audit/ Stakeho lder Commit tee (s) includin g this listed entity (Refer Regulati on 26(1) of Listing Regulati on s)	No of post of Chairp erson in Audit/ Stakeh older Comm ittee held in listed entitie s includi ng this listed entity (Refer Regulati on 26(1) of Listing Regula tions)
Mr.	Krishan Kumar Agarwal	00139252 & APPA5044B	Non Executive Chairman & Promoter Director	11/05/1972 (Rotational)	31/08/ 2019 as confirm ation to be continu e as Non Executi ve Chairm an	-	Not Applicable	29-10- 1941	1	0	0	0
Mr.	Sandeep Agarwal	00139439 & ACEPA4737G	Managing Director	01/01/1993 (Rotational)	01/04/ 2017 (Rotatio nal 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 (Rotational)	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)	-	19 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)	-	19 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)	-	19 Months	15-01-1948	1	1	2	0
Ms.	Deepika Shergill	07093795 & AAPO3953E	Independent Director	11/02/2015	11/02/2018 (For 5 Years)	-	19 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)		<b>Not Applicable</b>				



4. Stakeholders Relationship 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	-

### 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)
30/05/2019	14/08/2019	Yes	5	3	75

### 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*
14/08/2019	Yes	4	3	30/05/2019	75

#### 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*
14/08/2019	Yes	4	3	30/05/2019	75

### V. Related Party Transactions

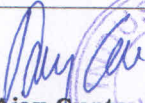
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	YES



## 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**
  - e.
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: 03.10.2019

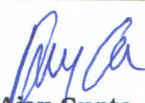

Place: Ghaziabad

# Alps Industries Ltd.

REGD./CORP. OFFICE

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

1. Name of Listed Entity : **Alps Industries Limited**
2. Quarter ending : **September 30, 2019**

<b>Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes
 <b>Ajay Gupta</b> <b>Company Secretary &amp;</b> <b>General Manager-Legal</b>  Date: 03.10.2019 Place: Ghaziabad		

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