ALOK INDUSTRIES LIMITED





12th January, 2017

National Stock Exchange of India Ltd, Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. Fax No.: 2659 8237 / 2659 8238

<u>Subject:</u> - <u>Corporate Governance Report for the quarter ended 31st December, 2016 as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</u>

Scrip Code: - ALOKTEXT

Dear Sir,

Pursuant to Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith Corporate Governance Report for the quarter ended 31st December, 2016, for your information and record.

Thanking you,

Yours truly, FOR ALOK INDUSTRIES LIMITED

K. H. GOPAL
COMPANY SECRETARY

Encl: a/a

Corporate Governance Report of Alok Industries Limited for the Quarter Ended 31st December, 2016.

| I. | Compositi | on of Board | T Of Alok Industr | · · · · · · · · · · · · · · · · · · · | * | | | | |
|-------|--------------|-------------|-------------------|---------------------------------------|-------|-------------|--------------|--------------------------|---------------------------------------|
| Title | Name of the | PAN \$ | Category | Date of | Tenur | No. of | Number of | No of post of | |
| (Mr. | Director | & DIN | (Chairperson/ | Appointment | | Directorshi | Membershi | Chairperson | Comment |
| / | | | Executive/Non- | in the | | p in listed | p in Audit/ | • | |
| Mrs | | | Executive/ | current | | entities | Stakeholder | in Audit/ Stakeholder | |
|) | | | Independent/ | term/ | | including | Committee | | |
| | · | , | Nominee) & | cessation | | this listed | s) including | Committee | |
| | | | | CCOSACION | - | entity | this listed | held in listed | |
| | | | | | | entity | 1 | entities | |
| | | | | | | (Pofor | entity. | including this | · |
| | | | | · | | (Refer | (D) = 6 | listed entity. | |
| | | | | | | Regulation | (Refer | on a | |
| | | | | | | 25(1) of | Regulation | (Refer | |
| | | | | | | Listing | 26(1) of | Regulation | |
| | | 4 | | - | [| Requireme | 0 | 26(1) of | |
| | | | | | | nt) | Requireme | Listing | |
| | | | | | | : | nt) | Requiremen | |
| Mr. | Surinder | AAKPB0324N | Chairperson- | 30/03/2015 | 5yrs | 2 | 3 | t) | |
| | Kumar Bhoan | | Independent | 00,00,2010 | Jyrs | - | 3 | 2 | |
| | | 00435603 | Director - Non- | | | | | · | |
| | | | Executive | | | | | | |
| | | | Director | | | | | | |
| Mr. | Ashok B. | AACPJ3610K | Executive | 12/03/1986 | | 1 | 1 | | |
| | Jiwrajka | | Director | 12/05/1900 | | 1 | 1 | 0 | ~~ |
| | • | 00168350 | | | | | | , | |
| Mr. | Dilip B. | AAGPJ8756J | Executive | 12/03/1986 | | 1 | 1 | | |
| - | Jiwrajka | | Director | 12/03/1700 | | 1 | 1 | 0 | |
| | , | 00173476 | 211 00001 | | | • | | į | |
| Mr. | Surendra B. | AACPJ4316L | Executive | 12/03/1986 | | 1 | | | |
| | Jiwrajka | | Director | 14/03/1900 | - | 1 | 1 | 0 | |
| ŀ | | 00173525 | - 11 00t01 | | | | | | |
| Mr. | Atanu Sen | AOXPS2472M | Nominee Director | 24/09/2015 | | 2 | | - | · · · · · · · · · · · · · · · · · · · |
| | • | | Junio Di CCOI | 27/07/2013 | - | 4 | 0 | 0 | |
| | | 05339535 | | | | • | | | • |
| Mr. | Kamalkishore | ACQPJ3643Q | Independent | 24/09/2015 | Ermo | 2 | | | <u> </u> |
| \ | C. Jani | | Director- | 44/07/2015 | 5yrs | 2 | 2 | 2 | - , |
| | , | 02535299 | Non-Executive | | | | | | · |
| ' | | 02000277 | Director | , | | | | | |
| | - | | NII CCLUI | | | 1 | ! | | - |

| Mr. | Sudhir Garg | AEJPG9351D | Nominee Director | 13/02/2014 | - | 1 | 1 | 0 | Nomination |
|-----|-----------------------|------------------------|-----------------------|------------|---|---|---|---|---------------------|
| | | 06777363 | | | | | | | is |
| | | | | | | | : | • | withdrawn w.e.f. |
| Mr. | Pradeep Kumar Rath | AEZPR2377A | Nominee Director | 14/10/2015 | - | 1 | 0 | 0 | 27/12/2016 |
| | | 01697520 | .` | | | | | | |
| Mr. | Senthilkumar M A | ASTPS3761K 07421184 | Executive Director | 24/09/2016 | - | 1 | 0 | 0 | |
| Mr. | Tulsi Tejwani | AMEPK2214J 07423670 | Executive Director | 24/09/2016 | - | 1 | 0 | 0 | |
| Mr. | Rajeev Kumar | AGVPK0221G | Nominee Director | 28/12/2015 | - | 1 | 1 | 0 | |
| | | 01879049 | | | | | | | |

\$ PAN number of any director would not be displayed on the website of Stock Exchange

*To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

| II. | | mittees | |
|------|----------------------------|--|--|
| | Name of Committee | Name of the Committee Members | Chair berson, Executive, Moli- Executive, |
| 1. | Audit Committee | Mr. Surinder Kumar Bhoan Mr. Kamalkishore Jani | Independent / Nominee) \$ Chairperson-Independent Director-Non-Executive Director |
| | NY | 3. Mr. Rajeev Kumar | Independent Director- Non- Executive Director Nominee Director |
| ۷. | Nomination & Remuneration | Mr. Kamalkishore Jani Mr. Surinder Kumar Bhoan | Chairperson-Independent Director-Non-Executive Director |
| | Committee | 3. Mr. Sudhir Garg | Independent Director- Non- Executive Director Non- Executive Director- Ceased to be a Member of the Committee w.e. 27.12.2016 |
| 3. | Stakeholders | 1. Mr. Surinder Kumar Bhoan | Chairperson –Independent Director- Non-Executive Director |
| | Relationship Committee | 2. Mr. Ashok B. Jiwrajka | Executive Director |
| | | 3. Mr. Dilip B. Jiwrajka | Executive Director |
| teán | TV of Directors means aver | 4. Mr. Surendra B. Jiwrajka | Executive Director |

Lategory of Directors means executive/ non-executive/ independent/Nominee. If Director fits into more than one category write all categories

[&]amp; Category of Directors means Executive/ Non-executive/ Independent/Nominee. If Director fits into more than one category write all

| III. Meeting of Board of Directors Date(s) of the Meeting (if any) in the previous quarter | Date(s) of the Meeting (if any) in the relevant quarter | Maximum gap between any two consecutive meetings in the number of days. |
|--|---|---|
| 12.09.2016 | - | - |
| 24.09.2016 | 13.12.2016 | 79 days |

| Date(s) of meeting of the committee in the relevant quarter | I | Date(s) of the meeting of the committee in the previous quarter | |
|---|--|---|---------|
| Audit Committee- 13.12.2016 | YES. The following members were present- 1. Mr. Surinder Kumar Bhoan 2. Mr. Kamalkishore Jani 3. Mr. Rajeev Kumar | 12.09.2016 | 91 days |

| V. Related Party Transactions | |
|---|---------------------------------|
| Subject | Compliance Status (Yes/ No/ NA) |
| Whether prior approval of audit committee obtained | YES |
| Whether shareholder approval obtained for material RPT | N.A |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee. | YES |
| | · |

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VI. Affirmations

- 1. The composition of Board of Directors is yet to be aligned 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 and remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to top 100 companies)
- 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 committee have been conducted in the manner as specified in (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/ advice of Board of Directors may be mentioned above.

Name & Designation

For Alok Industries Ltd.

K. H. Gopal

Executive Director &

Secretary

Company Secretary/Compliance Officer/Managing Director/CEO