

ALOK INDUSTRIES LIMITED

Peninsula Business Park, Tower B, 2nd & 3rd Floor, Ganpatrao Kadam Marg, Lower Parel,
Mumbai - 400 013. Tel.: 91 22 6178 7000 Fax : 91 22 6178 7118



14 January 2019

To,
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 3237 / 2659 8238

Subject: - Corporate Governance Report for the quarter ended 31st December, 2018 as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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, 2018, for your information and record.

Thanking you,

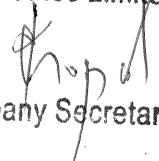
Yours truly,


COMPANY SECRETARY

Corporate Governance Report of Alok Industries Limited for the Quarter and Year ended 31st December, 2018.

I. Composition of Board *									
Title (Mr. / Mrs.)	Name of the Director	PAN \$ & DIN	Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee) &	Date of Appointment in the current term/ cessation	Tenure *	No. of Directorship in listed entities including this listed entity {Regulation 25(1)}	Number of Membership in Audit/ Stakeholder Committee(s) including this listed entity. {Regulation 26(1)}	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity. {Regulation 26(1)}	Comments
Mr.	Surinder Kumar Bhoan	AAKPB0324N 00435603	Chairperson- Independent Director - Non- Executive Director	30/03/2015	5 yrs	1	3	2	--
Mr.	Ashok B. Jiwrajka	AACPJ3610K 00168350	Executive Director	12/03/1986	-	1	1	0	--
Mr.	Dilip B. Jiwrajka	AAGPJ8756J 00173476	Executive Director	12/03/1986	-	1	1	0	--
Mr.	Surendra B. Jiwrajka	AACPJ4316L 00173525	Executive Director	12/03/1986	-	1	1	0	--
Mr.	Keshav D. Hodavdekar	AAABH4212R 00406556	Independent Director- Non-Executive Director	09/02/2017	5 yrs	2	4	1	--

For Alok Industries Limited


Company Secretary

Mr.	Suneet Shukla	ANUPS4529D 02248415	Nominee Director	15/05/2017	-	1	0	0	--
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	--

II. Composition of Committees-		
Name of Committee	Name of the Committee Members	Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee) \$
1. Audit Committee	1. Mr. Surinder Kumar Bhoan	Chairperson- Non-Executive Director- Independent Director
	2. Mr. Keshav D. Hodavdekar	Non- Executive Director- Independent Director
2. Stakeholders Relationship Committee	1. Mr. Surinder Kumar Bhoan	Chairperson-Non-Executive Director- Independent Director
	2. Mr. Ashok B. Jiwrajka	Executive Director
	3. Mr. Dilip B. Jiwrajka	Executive Director
	4. Mr. Surendra B. Jiwrajka	Executive Director
3. Nomination and Remuneration committee	1. Mr. Keshav D. Hodavdekar	Chairperson-Non-Executive Director- Independent Director
	2. Mr. Surinder Kumar Bhoan	Non-Executive Director- Independent Director

For Alok Industries Limited


Company Secretary

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.	Remark
Nil*	--	--	<p>*As informed to the Stock Exchanges, the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT) had admitted the application filed by the Lenders and commenced Corporate Insolvency Resolution Process against the Company under the Insolvency and Bankruptcy Code, 2016. The NCLT had also appointed Mr. Ajay Joshi as the Interim Resolution Professional (IRP) of the Company and was subsequently confirmed as RP by the Committee of Creditors. As a consequence thereof, the powers of Board of Directors of the Company stand suspended and the said powers are being exercised by the RP.</p> <p>On June 21, 2018, the COC, in terms of the Order of the Hon'ble NCLT, reconsidered the resolution plan and the plan has received 72.192% assenting votes; higher than the 66% assenting votes required for approval of the resolution plan as per the Ordinance promulgated on June 06, 2018. The RP has filed the resolution plan for the approval of the Hon'ble NCLT. The matter is listed on 16th January, 2019 for the next hearing.</p>

For Alok Industries Limited

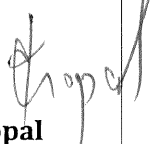

Company Secretary

IV. Meeting of Committees				
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of the meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days	Remark
NIL*	N.A	NIL*	N.A	<p>*As informed to the Stock Exchanges, the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT) had admitted the application filed by the Lenders and commenced Corporate Insolvency Resolution Process against the Company under the Insolvency and Bankruptcy Code, 2016. The NCLT had also appointed Mr. Ajay Joshi as the Interim Resolution Professional (IRP) of the Company and was subsequently confirmed as RP by the Committee of Creditors. As a consequence thereof, the powers of Board of Directors of the Company stand suspended and the said powers are being exercised by the RP.</p> <p>On June 21, 2018, the COC, in terms of the Order of the Hon'ble NCLT, reconsidered the resolution plan and the plan has received 72.192% assenting votes; higher than the 66% assenting votes required for approval of the resolution plan as per the Ordinance promulgated on June 06, 2018. The RP has filed the resolution plan for the approval of the Hon'ble NCLT. The matter is listed on 16th January, 2019 for the next hearing.</p>

For Alok Industries Limited


Company Secretary

V. Related Party Transactions	
Subject	Compliance Status (Yes/ No/ NA)
Whether prior approval of audit committee obtained	N.A
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.	N.A

VI. Affirmations
<ol style="list-style-type: none"> 1. The composition of Board of Directors will be aligned in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 once the resolution plan is approved by the Hon'ble NCLT and the new management takes over. 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <ol style="list-style-type: none"> a. Audit Committee (Upto 5th August, 2017, after which no meeting was required to be held); b. Nomination and remuneration committee (Upto 4th July, 2018, after which no meeting was required to be held); c. Stakeholder's relationship committee. 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 5. This report and/ or the report submitted in the previous quarter have not been placed before Board of Directors as the powers Board of Directors of the Company stand suspended due to commencement of the Corporate Insolvency Resolution Process against the Company under the Insolvency and Bankruptcy Code, 2016.
<p>For Alok Industries Limited</p>  <p>K. H. Gopal Company Secretary</p>