

**Alok Industries Limited**

**Corporate Governance Report for the Quarter ended 31st March, 2023**

**General information about company**

Scrip code	521070
NSE Symbol	ALOKINDS
MSEI Symbol	NOTLISTED
ISIN	INE270A01029
Name of the entity	ALOK INDUSTRIES LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

## Annexure I

Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																						
Whether the listed entity has a Regular Chairperson																						
Yes																						
Is there any change in information of board of directors compare to previous quarter																						
Whether Chairperson is related to MD or CEO																						
No																						
Disqualification of Directors under section 164 of the Companies Act, 2013																						
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships 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)
1	Mr	HEMANT DESAI	00008531	Non-Executive - Nominee Director	Not Applicable		29-05-1952	No				Active	NA		14-09-2020	29-12-2020			1	0	0	0
2	Mr	ANIL KUMAR RAJBANSHI	03370674	Non-Executive - Nominee Director	Not Applicable		08-09-1956	No				Active	NA		14-09-2020	29-12-2020			1	0	1	1
3	Mr	VENKATARAMAN RAMACHANDRAN	02032853	Non-Executive - Nominee Director	Not Applicable		26-06-1971	No				Active	NA		14-09-2020	29-12-2020			1	0	2	0
4	Mr	NIRAV RAJESH PAREKH	09505075	Non-Executive - Nominee Director	Not Applicable		06-05-1985	No				Active	NA		03-03-2022	06-04-2022			1	0	0	0
5	Mr	SIDDHARTH ACHUTHAN	00016278	Non-Executive - Independent Director	Chairperson		16-05-1953	No				Active	NA		14-09-2020	29-12-2020		30.18	4	4	10	5
6	Mr	RAHUL YOGENDRA DUTT	08872616	Non-Executive - Independent Director	Not Applicable		24-08-1976	No				Active	NA		14-09-2020	29-12-2020		30.18	2	2	4	0
7	Mrs	MUMTAZ BANDUKWALA	07129301	Non-Executive - Independent Director	Not Applicable		15-11-1965	No				Active	NA		14-09-2020	29-12-2020		30.18	1	1	4	0

## Annexure 1

## II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter

Yes

**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

## Audit Committee Details

Whether the Audit Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00016278	SIDDHARTH ACHUTHAN	Non-Executive - Independent Director	Chairperson	14-09-2020		
2	08872616	RAHUL YOGENDRA DUTT	Non-Executive - Independent Director	Member	14-09-2020		
3	02032853	VENKATARAMAN RAMACHANDRAN	Non-Executive - Nominee Director	Member	14-09-2020		
4	07129301	MUMTAZ BANDUKWALA	Non-Executive - Independent Director	Member	26-08-2021		

**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

## Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08872616	RAHUL YOGENDRA DUTT	Non-Executive - Independent Director	Chairperson	14-09-2020		
2	00016278	SIDDHARTH ACHUTHAN	Non-Executive - Independent Director	Member	14-09-2020		
3	00008531	HEMANT DESAI	Non-Executive - Nominee Director	Member	14-09-2020		

**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

## Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03370674	ANIL KUMAR RAJBANSHI	Non-Executive - Nominee Director	Chairperson	14-09-2020		
2	00016278	SIDDHARTH ACHUTHAN	Non-Executive - Independent Director	Member	14-09-2020		
3	07129301	MUMTAZ BANDUKWALA	Non-Executive - Independent Director	Member	14-09-2020		
4	02032853	VENKATARAMAN RAMACHANDRAN	Non-Executive - Nominee Director	Member	14-09-2020		

## Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07129301	MUMTAZ BANDUKWALA	Non-Executive - Independent Director	Chairperson	15-09-2020		
2	03370674	ANIL KUMAR RAJBANSHI	Non-Executive - Nominee Director	Member	15-09-2020		
3	02032853	VENKATARAMAN RAMACHANDRAN	Non-Executive - Nominee Director	Member	15-09-2020		

**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

## Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07129301	MUMTAZ BANDUKWALA	Non-Executive - Independent Director	Chairperson	14-09-2020		
2	08872616	RAHUL YOGENDRA DUTT	Non-Executive - Independent Director	Member	14-09-2020		
3	02032853	VENKATARAMAN RAMACHANDRAN	Non-Executive - Nominee Director	Member	14-09-2020		

## Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						

## Annexure 1

## III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	15-10-2022			Yes	7	5	3
2	18-01-2023	94		Yes	7	7	3

## Annexure 1

## IV. Meeting of Committees

## Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	15-10-2022				Yes	4	4	3	0
2	Audit Committee	18-01-2023	94			Yes	4	4	3	0
3	Stakeholders Relationship Committee	17-10-2022				Yes	4	4	2	0
4	Risk Management Committee	09-03-2023				Yes	3	3	1	0

## Annexure 1

## V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
<b>Disclosure of notes on related party transactions</b>			
<b>Disclosure of notes of material transaction with related party</b>			

## Annexure II

## Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

## I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://www.alokind.com/shoppingbags.html">https://www.alokind.com/shoppingbags.html</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Terms_and_Conditions_of_Appointment_of_the_Independent_Directors.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Terms_and_Conditions_of_Appointment_of_the_Independent_Directors.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.alokind.com/shareholder.html">https://www.alokind.com/shareholder.html</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Code_of_Conduct.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Code_of_Conduct.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Whistle_Blower_Policy.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Whistle_Blower_Policy.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Remuneration_Policy.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Remuneration_Policy.pdf</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Policy_on_Materiality_of_RPT.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Policy_on_Materiality_of_RPT.pdf</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Material_Subsiidiaries.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Material_Subsiidiaries.pdf</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Familiarisation_Programme_for_Independent_Directors.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Familiarisation_Programme_for_Independent_Directors.pdf</a>
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.alokind.com/shareholder.html">https://www.alokind.com/shareholder.html</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://www.alokind.com/shareholder.html">https://www.alokind.com/shareholder.html</a>
12	Financial results	Yes		<a href="https://www.alokind.com/financialresult.html">https://www.alokind.com/financialresult.html</a>
13	Shareholding pattern	Yes		<a href="https://www.alokind.com/shareholder.html">https://www.alokind.com/shareholder.html</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://www.alokind.com/notices&amp;corporate.html">https://www.alokind.com/notices&amp;corporate.html</a> <a href="https://www.alokind.com/generalmeeting.html">https://www.alokind.com/generalmeeting.html</a>
18	Credit rating or revision in credit rating obtained	Yes		<a href="https://www.alokind.com/shareholder.html">https://www.alokind.com/shareholder.html</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://www.alokind.com/financialresult.html">https://www.alokind.com/financialresult.html</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://www.alokind.com/SEBIListingRegulations.html">https://www.alokind.com/SEBIListingRegulations.html</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Policy_on_Materiality_of_events%20_&amp;_Web_Archival.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Policy_on_Materiality_of_events%20_&amp;_Web_Archival.pdf</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		<a href="https://www.alokind.com/Investor_Relations-pdf/Policies/Dividend_Distribution_Policy.pdf">https://www.alokind.com/Investor_Relations-pdf/Policies/Dividend_Distribution_Policy.pdf</a>
23	It is certified that these contents on the website of the listed entity are	Yes		<a href="https://www.alokind.com/SEBIListingRegulations.html">https://www.alokind.com/SEBIListingRegulations.html</a>
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Hitesh Kanani
2	Designation	Company Secretary and Compliance Officer



**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
<b>Any other information to be provided</b>				

**Annexure II**

1	Name of signatory	Hitesh Kanani
2	Designation	Company Secretary and Compliance Officer

## Annexure II

### III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
<b>Any other information to be provided</b>		The Company does not have a material subsidiary. However, the Company has in place a Policy for determining Material Subsidiaries.

## Annexure II

1	Name of signatory	Hitesh Kanani
2	Designation	Company Secretary and Compliance Officer

### Additional Half yearly Disclosure

Applicability of disclosure	Applicable	
Reason for Non Applicability		

#### I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below The Figure should be mentioned in Actual INR only

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to		
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0.00	0.00
Promoter Group or any other entity controlled by them	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	0.00
KMPs or any other entity controlled by them	0.00	0.00

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00

#### (D) Additional Information

#### II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in	Yes	
Name	Bijay Agrawal	
Designation	CFO	
Place	Mumbai	
Date	19-04-2023	

**ALOK INDUSTRIES LIMITED**

<b>Signatory Details</b>	
<b>Name of signatory</b>	Hitesh Kanani
<b>Designation of person</b>	Company Secretary and Compliance Officer
<b>Place</b>	Mumbai
<b>Date</b>	19-04-2023