

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



12th October, 2017

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 8237 / 2659 8238

Subject: - Corporate Governance Report for the quarter ended 30th September, 2017 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 30th September, 2017, for your information and record.

Thanking you,

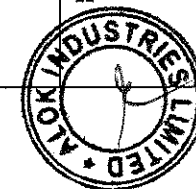
Yours truly,


K. H. GOPAL
COMPANY SECRETARY

Encl: a/a

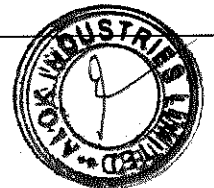
Corporate Governance Report of Alok Industries Limited for the Quarter Ended 30th September, 2017.

| 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. | Atanu Sen | AOXPS2472M 05339535 | Nominee Director | 24/09/2015 | - | 1 | 1 | 0 | -- |
| Mr. | Keshav D. Hodavdekar | AAABH4212R 00406556 | Independent Director- Non-Executive Director | 09/02/2017 | 5 yrs | 2 | 4 | 1 | -- |
| Mrs. | Thankom Mathew | ADEPM8050B 00025326 | Independent Director- Non-Executive Director | 04/03/2017 | 5 yrs | 1 | 0 | 0 | -- |



| | | | | | | | | | |
|-----|-----------------------|------------------------|--------------------|------------|---|---|---|---|---|
| Mr. | Suneet Shukla | ANUPS4529D 02248415 | Nominee Director | 15/05/2017 | - | 1 | 0 | 0 | -- |
| Mr. | Pradeep Kumar Rath | AEZPR2377A 01697520 | Nominee Director | 14/10/2015 | - | 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 | -- |
| Mr. | Rajeev Kumar | AGVPK0221G 01879049 | Nominee Director | 28/12/2015 | - | - | - | - | Nomination withdrawn w.e.f 5 th August, 2017 |

| 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 |
| | 3. Mr. Rajeev Kumar | Non- Executive Director- Nominee Director (Nomination withdrawn w.e.f 5 th August, 2017 after which no meeting was required to be held) |
| 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 |
| | 3. Mr. Atanu Sen | Non-Executive Director- Nominee Director |



| 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 |
| 30.05.2017 | 14.08.2017* | 76 days | *As informed to the Stock Exchanges, the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT) has 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 Resolution Professional (RP) of the Company. 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. As a result the RP on August 14, 2017 had considered and taken on record the un-audited financial results and limited review for the quarter ended June 30, 2017. |

| 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 meeting in number of days | Remark |
| NIL | - | 30.05.2017 | N.A* | *As informed to the Stock Exchanges, the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT) has 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 Resolution Professional (RP) of the Company. 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. As a result the RP on August 14, 2017 had considered and taken on record the un-audited financial results and limited review for the quarter ended June 30, 2017. |



| 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 |

| VI. Affirmations |
|--|
| <ol style="list-style-type: none"> 1. The composition of Board of Directors is 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. <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; c. Stakeholders 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 IS NOT been placed before Board of Directors as the powers Board of Directors of the Company stand suspended due to commenced Corporate Insolvency Resolution Process against the Company under the Insolvency and Bankruptcy Code, 2016. |

| VII. Affirmations | | | |
|--|--|-----------------------------------|---|
| Broad Heading | Regulation Number | Compliance Status (Yes/No) | Remark |
| Copy of the Annual Report including balance sheet, profit and loss account, directors' report, corporate governance report, business responsibility report displayed on website. | 46 (2) | YES | *As informed to the Stock Exchanges, the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT) has 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 Resolution Professional (RP) of the Company. As a consequence thereof, the powers of the Board of Directors of the Company stand suspended and the said powers are being exercised by the RP. As a result the Annual General Meeting of the Company was conducted by RP. |
| Presence of Chairperson of the Audit Committee at the Annual General Meeting. | 18(1)(d) | N.A* | |
| Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting. | 19(3) | N.A* | |
| Whether "Corporate Governance Report" disclosed in Annual Report | 340 (3) read with para C of Schedule V | YES | |

For Alok Industries Limited


K. H. Gopal
Company Secretary