

Regd. Office : D-5, Arya Nagar Society,
91, Patparganj, Delhi - 110092
Corporate Office : 49, Gujrawala Town,
Part-II, New Delhi - 110009
Phone : 011-31301926
Email : alpsmotorfinance@yahoo.com
Web : http://www.alpsmotor.com



ALPS
Motor Finance Ltd.

CORPORATE GOVERNANCE REPORT FOR QUARTER ENDED 31/12/2013

| Particulars | Clause of Listing Agreement | Compliance Status Yes / No | Remarks |
|--|-----------------------------|----------------------------|---|
| I Board of Directors | 49I | Yes | --- |
| (A) Composition of Board | 49 (IA) | Yes | --- |
| (B) Non-executive Directors Compensation & disclosures | 49 (IB) | Yes | --- |
| (C) Other provisions as to Board and committees | 49(IC) | Yes | --- |
| (D) Code of Conduct | 49(ID) | Yes | The Code of Conduct duly approved by the Board, has been made applicable to the Board of Directors and the Senior Management. The Code of Conduct has been posted on the Website of the Company also. |
| II. Audit Committee | 49 (II) | | --- |
| (A) Qualified & Independent Audit Committee | 49(IIA) | Yes | The Chairmen of Audit Committee are an Independent Director and all the members are financially literate. |
| (B) Meeting of Audit Committee | 49 (IIB) | Yes | The gap between two meetings does not exceed 4 months. |
| (C) Powers of Audit Committee | 49 (IIC) | Yes | --- |
| (D) Role of Audit Committee | 49 (IID) | Yes | --- |
| (E) Review of information by Audit Committee | 49 (IIE) | Yes | --- |
| III. Subsidiary Companies. | 49 (III) | N.A | Company has no Subsidiary. |
| IV. Disclosures | 49 (IV) | Yes | --- |
| (A) Basis of related party transactions | 49 (IV A) | Yes | Will be compiled and disclosed in the next Annual Report. |
| (B) Disclosure of Accounting | 49 (IV B) | Yes | Will be compiled and disclosed in the next Annual Report. |

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|---|-----------|-----|--|
| Treatment | | | |
| (C) Board Disclosures. | 49 (IV C) | Yes | Will be compiled and disclosed in the next Annual Report. |
| (D) Proceeds from Public issues, Rights issues, preferential issues, etc. | 49 (IV D) | Yes | There was no Public issue, Preferential issue during the Quarter ended on 31 st December, 2013. |
| (E) Remuneration of Directors | 49 (IV E) | NA | Will be compiled and disclosed in the next Annual Report. |
| (F) Management | 49 (IV F) | Yes | Will be compiled and disclosed in the next Annual Report. |
| (G) Shareholders | 49 (IV G) | Yes | Will be compiled and disclosed in the next Annual Report. |
| V.CEO/CFO Certification | 49 (V) | Yes | Will be compiled and disclosed in the next Annual Report. |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Report on Corporate Governance formed the part of Annual Report 2012-2013 separately and same will be form in coming Annual Reports. |
| VII. Compliance | 49 (VII) | Yes | Will be compiled and disclosed in the next Annual Report. |

For **Alps Motor Finance Limited**

**Sd/-
Director**

Place: New Delhi
Date: 06-01-2014