

Regd. Office: 49, Connaught Town,  
Part-II, New Delhi - 110008  
Phone: 011-21301828  
Email: alpsmotorfinance@yahoo.co.in  
Web: <http://www.alpsmotor.com/>  
CIN: L65923DL1987PLC027305



**ALPS**  
Motor Finance Ltd.

April 11, 2015

To

Listing Department  
BSE Limited  
P J Towers, Dalal Street  
Mumbai - 400001  
Scrip Code: 538423/ALPSMOTOR  
Email: [corp.relation@bseindia.com](mailto:corp.relation@bseindia.com)

Delhi Stock Exchange Limited  
DSE House, 3/1, Asaf Ali Road  
New Delhi-110002

Sub: Submission of Corporate Governance Report as per Clause 49  
for the Quarter ended on March 31, 2015

Dear Sir/ Madam,

Kindly find enclosed Corporate Governance Report as per Clause 49 of the Listing Agreement for the quarter ended on March 31, 2015.

Please take the same on record.

Yours Faithfully,

Thanking You.

For Alps Motor Finance Limited

Ashok Kumar Jha  
Director  
DIN: 07057967



Encl.: A/a



Annexure - XI to the Listing Agreement

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : Alps Motor Finance Limited  
 Quarter ending on : March 31, 2015  
 Dated : April 11, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/ No/ N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		---
(A) Composition of Board	49 (IIA)	Yes	Optimum Combination of Executive, Non-Executive and Independent Directors in Board.
(B) Independent Directors	49 (IIB)	Yes	Out of Four (04) Directors, Company has two (02) Directors are Independent.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	---
(D) Other provisions as to Board and Committees	49 (IID)	Yes	---
(E) Code of Conduct	49 (IIE)	Yes	The Board has laid down and implement a code of conduct for all Board members and senior management personnel of the Company. The Code of Conduct has been posted on the Website of the Company also.
(F) Whistle Blower Policy	49 (IIF)	Yes	Complied
<b>III. Audit Committee</b>	49 (III)	Yes	---
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	The Audit Committee is chaired by an Independent Director and all the members of the Audit Committee are qualified and financially literate.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	The gap between two meetings does not exceed 4 months.
(C) Powers of Audit Committee	49 (IIIC)	Yes	---
(D) Role of Audit Committee	49 (IIID)	Yes	---
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	---
<b>IV. Nomination and</b>	49 (IV)	Yes	





<b>Remuneration Committee</b>			
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)	Yes	---
(A) Related party transactions	49 (VIII A)	Yes	Will be disclosed in the Next Annual Report of the Company.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Will be disclosed in the Next Annual Report of the Company
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be disclosed in the Next Annual Report of the Company
(D) Management	49 (VIII D)	Yes	Will be disclosed in the Next Annual Report of the Company
(E) Shareholders	49 (VIII E)	Yes	Will be disclosed in the Next Annual Report of the Company
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Yes	Will be disclosed in the Next Annual Report of the Company
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Will be disclosed in the Next Annual Report of the Company
<b>X. Report on Corporate Governance,</b>	49 (X)	Yes	Will be disclosed in the Next Annual Report of the Company
<b>XI. Compliance</b>	49 (XI)	Yes	Will be disclosed in the Next Annual Report of the Company

For **ALPS Motor Finance Limited**

**Ashok Kumar Jha**  
 Director  
 DIN: 07057967

Date: 11.04.2015

Place: New Delhi