



**ALPS**  
**Motor Finance Ltd.**

Regd. Office : 49 Gujrawala Town,  
Part II, New Delhi – 110009  
Phone No. 011-31301926  
Email Id : alpsmotorfinance@yahoo.in  
Web : http://www.alpsmotor.com  
CIN No. L65923DL1987PLC027305

Annexure - XI to the Listing Agreement

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

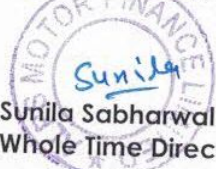
Name of the Company : Alps Motor Finance Limited  
Quarter ending on : September 30, 2015

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 on the Board.
(B) Independent Directors	49 (IIB)	Yes	The Board of Directors comprises of Four (04) Directors, out of which two (02) Directors are Independent Directors.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	---
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Duly Complied
(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	Meeting of the Audit committee duly held.
(C) Powers of Audit Committee	49 (IIIC)	Yes	---
(D) Role of Audit Committee	49 (IIID)	Yes	---



(E) Review of Information by Audit Committee	49 (III E)	Yes	---
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	---
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	Yes	Duly Complied
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	Duly Complied
<b>VIII. Disclosures</b>	49 (VIII)	Yes	---
(A) Related party transactions	49 (VIII A)	Yes	Disclosure made in the Annual Report of the Company.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Disclosure made in the Annual Report of the Company.
(C) Remuneration of Directors	49 (VIII C)	Yes	Disclosure made in the Annual Report of the Company.
(D) Management	49 (VIII D)	Yes	Disclosure made in the Annual Report of the Company.
(E) Shareholders	49 (VIII E)	Yes	Disclosure made in the Annual Report of the Company.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Yes	No Public, Right Issue, Preferential issue made during the Quarter and disclosure has been made in the Annual Report of the company.
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Disclosure made in the Annual Report of the Company.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Report on Corporate Governance has been attached to the Annual Report of the company for the financial year 2014-2015
<b>XI. Compliance</b>	49 (XI)	Yes	Disclosure made in the Annual Report of the Company.

For Alps Motor Finance Limited

  
**Sunila Sabharwal**  
 Whole Time Director

Place: Delhi

Date: 08.10.2015