



# ALLIANCE INTEGRATED METALIKS LIMITED

Regd. Office : 910, Ansal Bhawan, 16, K. G. Marg, Delhi-110 001 INDIA  
Tel. : +91-11-41525361 E-mail : alliance.intgd@rediffmail.com Web.: www.aiml.in  
CIN : L65993DL1989PLC035409

15<sup>th</sup> April, 2016

**Ahmedabad Stock Exchange Limited**

Kamdhenu Complex,  
Opp. Sahajanand College,  
Panjara Pole  
Ahmedabad - 380015

**Jaipur Stock Exchange Limited**

Indra Place, J. L. N. Marg,  
Malviya Nagar,  
Jaipur - 302017

**Security Code: 10067**

**Company Code: 991**

**SUBJECT: Quarterly Compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Please find enclosed herewith the following:

1. **Compliance Report on Corporate Governance** as per the Annexure-I on quarterly basis pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ending 31.03.2016
2. **Compliance Report on Corporate Governance** as per the Annexure-II at the end of the financial year pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ending 31.03.2016

You are requested to kindly take the same on record and oblige.

**For ALLIANCE INTEGRATED METALIKS LIMITED**

Prerna Wadhwa  
Company Secretary



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## COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 31<sup>ST</sup> MARCH, 2016

**Name of Listed Entity:** Alliance Integrated Metaliks Limited

**Quarter ending:** March, 2016

**Scrip Code ASE:** 10067

**Compay Code JSE:** 991

<b>I. Composition of Board of Directors</b>								
Title (Mr/ Ms)	Name of the Director	Pan & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of appointment in the current term /cessation	Tenure	Number of directorships in listed entities including this listed entity	Number of Memberships in Audit /Stakeholder Committee including this listed entity	Number of post of Chairperson in Audit/ Stakeholder Committee including this listed entity
Mr.	Avijit Banerjee	DIN: 01357534 PAN: AAXPB2735L	Chairperson – Non-Executive	16/07/2012	NA	1	1	1
Mr.	Daljit Singh Chahal	DIN: 03331560 PAN: ABJPC0992K	Executive- Whole-Time Director	02/12/2014	5 years	1	Nil	Nil
Mr.	Mahesh Ochani	DIN: 01199650 PAN: AAKPO8099B	Non- Executive	08/05/2004	NA	1	1	Nil
Mr.	Devinder Singh Sodhi	DIN: 06459840 PAN: ACCPS3419B	Independent	28/05/2015	5 years	1	1	Nil
Mr.	Gaurav Pabby	DIN: 07190551 PAN: ADDPK0120H	Independent	28/05/2015	5 years	1	Nil	1
Ms.	Ankita Wadhawan	DIN: 06971383 PAN: AAOPW4556F	Independent	26/12/2015	5 years	6	Nil	Nil
<b>II. Composition of Committees</b>								
Name of Committee		Name of Committee Members			Category (Chairperson/Executive/ Non-Executive/ Independent/Nominee)			
1. Audit Committee		Mr. Gaurav Pabby Mr. Avijit Banerjee Mr. Devinder Singh Sodhi			Chairperson - Independent Non-Executive Independent			
2. Nomination & Remuneration Committee		Mr. Gaurav Pabby Mr. Avijit Banerjee Mr. Devinder Singh Sodhi			Chairperson - Independent Non-Executive Independent			
3. Risk Management Committee					NA			
4. Stakeholder Relationship Committee		Mr. Avijit Banerjee Mr. Mahesh Ochani			Chairperson – Non-Executive Non-Executive			
<b>III. Meeting of Board of Directors</b>								
Date(s) of Meeting (if any) in the previous quarter		Date(s) of Meeting (if any) in the relevant quarter			Maximum gap between any two consecutive meeting (in number of days)			
October 16, 2015		February 10, 2016			92			
November 9, 2015		March 31, 2016						
<b>IV. Meeting Of Committees</b>								

Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of the committee in the previous quarter	Maximum gap between any two consecutive meeting (in number of days)
Audit Committee – February 10, 2016	Yes (All members were present)	Audit Committee – November 9, 2015	92 days


**V. Related Party Transactions**

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of Audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	NA

**VI. Affirmations**

1. The composition of Board of Directors is 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:
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk Management Committee (NA – as it is *applicable to the top 100 listed entities*)
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 committees 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 has been placed before Board of Directors.

Any comments/observations/advice of Board of Directors may be mentioned here:

  
**Prerna Wadhwa**  
**Company Secretary**

**Format to be submitted by listed entity at the end of the financial year  
(for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance Status (Yes/No/NA)</b>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of Directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email address for grievance redressal and other relevant details	Yes	
Financial Results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	NA	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/ No/NA)</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board Composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of conduct	17(5)	Yes
Fees/Compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	NA
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit committee	18(1)	Yes
Meeting of Audit committee	18(2)	Yes

Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of stakeholder relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1), (2), (3), (4)	NA
Vigil Mechanism	22	Yes
Policy for related party transaction	23(1), (5), (6), (7) & (8)	Yes
Prior Omnibus approval of Audit Committee for all related party transaction	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to obligations of directors and senior management	26 (2) & (5)	Yes

**Note**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the listed entity has no related party transactions, the words "NA" may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed entity would like to provide any other information the same may be indicated here.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.



**Prerna Wadhwa**  
**Company Secretary**  
**Date: April 15, 2016**