

AMTEK AUTO LIMITED

4, Bhanot Apartment, Pushp Vihar L.S.C., New Delhi-110062 INDIA
Tel : +91-11-41649800 **Fax :** +91-11-29054554
E-mail : info@amtek.com **Web:** www.amtek.com
CIN : L27230HR1988PLC030333

Annexure I

Compliance Report on Corporate Governance

Name of the Company : **Amtek Auto Limited**
 Quarter ending on : **31st December, 2017**

II. Composition of Board of Directors										
I.	Title (Mr./Ms.)	Name of the Director	PAN and DIN	Category (Chairperson, Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the current term/ cessation	Date of Cessation	Tenure	No. of director ship in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee including this listed entity	No. of post of chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Arvind Dham	AAUPD0970A 00047217	Chairman & Non-Executive Director	30-Apr-2007	-	-	3	1	0	
Mr.	Gautam Malhotra	AIIPM2162M 00157488	Whole Time Director	22-Jul-2017	-	-	4	2	0	
Mr.	Rajeev Kumar Thakur	ABZPT0842K 01117707	Non-Executive & Independent Director	31-Dec-2014	-	5 Years	1	2	1	
Mr.	Sanjay Chhabra	ADEPC3179R 01237026	Non-Executive & Independent Director	31-Dec-2014	-	5 Years	4	7	3	
Ms.	Madhu Vij	AADPV0701A 00025006	Non-Executive & Independent Director	31-Dec-2015	-	5 Years	5	3	0	
Mr.	Mukesh Gupta	ABVPG0792P 06638754	Nominee Director	14-May-2015	-	-	1	0	0	

III. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	
Audit Committee	1. Mr. Sanjay Chhabra	Chairperson – Independent Director	
	2. Mr. Rajeev Kumar Thakur	Independent Director	
	3. Mr. Arvind Dham	Non Executive Director	
Stakeholders Relationship Committee	1. Mr. Rajeev Kumar Thakur	Chairperson – Independent Director	
	2. Mr. Sanjay Chhabra	Independent Director	
Nomination and Remuneration Committee	1. Mr. Sanjay Chhabra	Chairperson – Independent Director	
	2. Mr. Rajeev Kumar Thakur	Independent Director	
	3. Mr. Arvind Dham	Non Executive Director	
Risk Management Committee	1. Mr. Arvind Dham	Chairperson - Non Executive Director	
	2. Mr. Rajeev Kumar Thakur	Independent Director	
	3. Mr. Gautam Malhotra	Executive Director	
	4. Mr. John Ernest Flintham	Chief Executive Officer	
Corporate Social Responsibility Committee	1. Mr. Rajeev Kumar Thakur	Chairperson – Independent Director	
	2. Mr. Gautam Malhotra	Executive Director	
	3. Mr. Sanjay Chhabra	Independent Director	
IV. Meeting of Board of Directors			
Date(s) of meeting (if any) in the relevant quarter*	Date(s) of meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*	
-	22 nd July, 2017	-	
V. Meeting of Committees			
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 meetings in number of days*
-	Yes	Audit Committee 22 nd July, 2017	-
-	Yes	Stakeholders Relationship Committee 22 nd July, 2017	-
-	Yes	Nomination and Remuneration Committee 07 th July, 2017	-
VI. Related Party Transactions			
Subject		Compliance Status (Yes/ No/ NA)	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee		Yes	
Note			
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. 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 "N.A." may be indicated.			
2. If status is 'No' details of non compliance may be given here.			
* Amtek Auto Limited ("AAL") is under Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code 2016 (Code) vide an order of the Hon'ble National Company Law Tribunal ("NCLT"), Chandigarh dated 24.07.2017. and Mr. Dinkar T. Venkatasubramanian (IP Registration no. IBBI/IPA-001/IP-P00003/2016-17/10011), was appointed as the Insolvency Resolution Process ("IRP") with effect from 27 July 2017. Further, in terms of the provisions of the Code, the Committee of Creditors (CoC) in its meeting held on 22 August 2017, Mr. Dinkar T. Venkatasubramanian continued as the Resolution Professional.			
In terms of Section 17 of the Code, on commencement of the Corporate Insolvency Resolution Process (CIRP), the powers of the Board of Directors of AAL stands suspended and the same are being exercised by the Resolution Professional. The management of the affairs of AAL has been vested with Resolution Professional, therefore no meeting of Board of Directors or Committee was held during the quarter.			

VII. Affirmations

1. composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
2. 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 (*Not Applicable*)
3. The committee members have been made aware of their powers, role, 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 have been placed before the Board of Directors. Any comments/ observations/ advice of Board of Directors may be mentioned here:




Rajeev Raj Kumar

(Company Secretary & Compliance Officer)

Issued with Approval of Mr. Dinkar Tiruvannadapuram Venkatasubramanian
(Resolution Professional)

IP Registration No. IBBI/IPA-001/IP-P00003/2016-17/10011

(Amtek Auto Limited is under Corporate Insolvency Resolution Process of the Insolvency and Bankruptcy Code 2016. Its affairs, business and assets are being managed by the Resolution Professional, Mr Dinkar T. Vekatasubramanian, appointed by the National Company Law Tribunal by order dated 27 July 2017 and continued as Resolution Professional by the Committee of Creditors in its meeting held on 22nd August, 2017 under the provisions of the Code.)