



Ahluwalia Contracts (India) Limited

ENGINEERING ♦ DESIGNING ♦ CONSTRUCTION

Courier/e-mail

Date: 09-04-2019

To,

Asst. General Manager (Corporate Services)
BSE Limited.
25th Floor, P.J.Towers
Dalal Street, Mumbai - 400001
Scrip Code:532811

Asst. Vice President - Listing,
National Stock Exchange of India Ltd.
5th Floor, Exchange Plaza,
Bandra Kurla Complex ,
Bandra (East) Mumbai- 400051
Scrip Symbol: AHLUCONT

Dear Sir/Madam,

Sub: - Quarterly Compliance Report on Corporate Governance as per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Please find enclose herewith the Quarterly / Yearly compliance report on corporate governance as per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the Quarter / Year ended 31/03/2019.

Kindly take the same on your record and oblige.

Yours faithfully

For Ahluwalia Contracts (India) Ltd

(Vipin Kumar Tiwari)
GM (Corporate) & Company Secretary
Encl.: as above



To,
The Manager (Listing),
Calcutta Stock Exchange Ltd ,
7, Lyons Range,
Kolkata – 700001,
Ph.:033-22104470-4477
Fax : 033-22102223, 4500, 4468

Registered & Corporate Office : A-177, Okhla Industrial Area, Phase-I, New Delhi-110020

Phone:011-49410500,502, 517, & 599, Fax : 011-49410553 E-mail:mail@acilnet.com Website:www.acilnet.com

(Corporate Identification Number : L45101DL1979PLC009654)

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Ahluwalia Contracts (India) Limited
2. Quarter ending - 31-Mar-2019

i. Composition Of Board Of Director

Tit le (Mr. / M s)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/ Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Members hip in Committees of the Company	Remarks
Mr.	Bikramjit Ahluwalia	00304947	AAEP A8644E	C & ED	MD	01-Apr-2018			1	0	0		
Mr.	Shobhit Uppal	00303564	AAHP U9587H	ED		01-Apr-2018			1	2	0		
Mr.	Vikas Ahluwalia	00305175	AAJP A8694B	ED		01-Apr-2018			1	0	0		
Mr.	Vinay Pal	02220101	AAHP P4281F	ED		14-Aug-2018			1	1	0	AC	
Mr.	Arun Kumar Gupta	00371289	AAAP G5076C	ID		01-Apr-2014	31-Mar-2019	60	1	1	1	AC,NRC	Re-appointed as Independent Director of the Company for another period of 5 years;in the Board meeting held on 29.03.2019 subject to the approval of shareholders in the forthcoming General Meeting.
Mr.	Sushil Chnadra	00502167	ACMPC0438N	ID		01-Apr-2014	31-Mar-2019	60	1	2	0	AC,SC,NRC	Re-appointed as Independent Director of the Company for another period of 5 years;in the Board meeting held on 29.03.2019 subject to the approval of shareholders in the forthcoming General Meeting.



(Handwritten signature)

Mr.	Surender Kumar Chawla	00048001	AABPC2137K	ID		01-Apr-2014	31-Mar-2019	60	1	0		Ceased to be the independent Director of the Company w.e.f. 31st March, 2019.
Mrs.	Mohinder Kaur Sahlot	01363530	AOQP89495B	ID		30-Mar-2015		60	1	2	1	AC,SC,NRC

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Arun Kumar Gupta	ID	Chairperson	01-Apr-2014	31-Mar-2019
2	Mohinder Kaur Sahlot	ID	Member	30-May-2015	
3	Vinay Pal	ED	Member	14-Aug-2018	
4	Shobhit Uppal	ED	Member	01-Apr-2018	
5	Sushil Chandra	ID	Member	01-Apr-2014	31-Mar-2019

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mohinder Kaur Sahlot	ID	Chairperson	30-May-2015	
2	Sushil Chandra	ID	Member	01-Apr-2014	31-Mar-2019
3	Shobhit Uppal	ED	Member	01-Apr-2018	31-Mar-2019

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee



Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mohinder Kaur Sahlot	ID	Member	30-May-2015	
2	Arun Kumar Gupta	ID	Member	01-Apr-2014	31-Mar-2019
3	Sushil Chandra	ID	Chairperson	01-Apr-2014	31-Mar-2019

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
14-Nov-2018	14-Feb-2019
	29-Mar-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	91

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	14-Nov-2018	14-Feb-2019		Yes
Nomination & Remuneration Committee		29-Mar-2019		Yes
Stakeholders Relationship Committee	18-Dec-2018	30-Jan-2019		Yes
Stakeholders Relationship Committee		30-Jan-2019		Yes
Stakeholders Relationship Committee		29-Mar-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have	Not Applicable	



(Handwritten signature)

been reviewed by Audit Committee

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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. - **Yes**
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

Mr. S K Chawla, Independent Director of the Company ceased to be independent Director of the Company w.e.f. 31st March, 2019 and the Company shall appoint another independent Director to comply with the provisions of the Companies Act, 2013 read with SEBI (LODR) Regulations, 2015.

Name : VIPIN KUMAR TIWARI
Designation : Company Secretary & Compliance Officer



ANNEXURE II

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

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
Details of business	Yes		www.acilnet.com
Terms and conditions of appointment of independent directors	Yes		www.acilnet.com
Composition of various committees of board of directors	Yes		www.acilnet.com
Code of conduct of board of directors and senior management personnel	Yes		www.acilnet.com
Details of establishment of vigil mechanism/Whistle Blower policy	Yes		www.acilnet.com
Criteria of making payments to non-executive directors	Yes		www.acilnet.com
Policy on dealing with related party transactions	Yes		www.acilnet.com
Policy for determining 'material' subsidiaries	Not Applicable		
Details of familiarization programs imparted to independent directors	Yes		www.acilnet.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.acilnet.com
email address for grievance redressal and other relevant details	Yes		www.acilnet.com
Financial results	Yes		www.acilnet.com
Shareholding pattern	Yes		www.acilnet.com
Details of agreements entered into with the media companies and/or their associates	Yes		www.acilnet.com
New name and the old name of the listed entity	Not Applicable		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
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)	No	Mr. S K Chawla, Independent Director of the Company ceased to be Independent Director of the Company w.e.f. 31st March, 2019 and the Company shall appoint another independent Director to comply with the provisions of the Companies Act, 2013 readwith SEBI (LODR) Regulations, 2015.
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)	Not Applicable
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)	Not Applicable
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2) (3)	Not Applicable
Approval for material related party transactions	23(4)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
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) & 26(5)	Yes

Other Information

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. - Not Applicable

Other Information

Name :
Designation :
VIPIN KUMAR TWARI
Company Secretary & Compliance Officer

