



Ahluwalia Contracts (India) Limited

ENGINEERING ♦ DESIGNING ♦ CONSTRUCTION

Courier/e-mail/filing

Date: 15-10-2019

To,

Asst. General Manager (Corporate Services)

BSE LIMITED

25th Floor, P.J.Towers

Dalal Street, Mumbai - 400001

Asst. Vice President - Listing,

National Stock Exchange of India Ltd.

5th Floor, Exchange Plaza,

Bandra Kurla Complex,

Bandra (East) Mumbai- 400051

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")

Dear Sir/Madam,

Please find enclose herewith the 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") for the Quarter ended 30/09/2019.

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



The Manager (Listing),
Calcutta Stock Exchange Ltd ,
7, Lyons Range,
Kolkata - 700001,
Ph.:033-22104470-4477

General information about company

| | |
|--|--------------------------------|
| Scrip code | 532811 |
| NSE Symbol | AHLJCONT |
| MSEI Symbol | NOTLISTED |
| ISIN | INE758C01029 |
| Name of the entity | Ahlwalia Contracts (India) Ltd |
| Date of start of financial year | 01-04-2019 |
| Date of end of financial year | 31-03-2020 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2019 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | | |
|--|------------|----------|-------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|---|-----------------------------|
| Whether the listed entity has a Regular Chairperson | | | | | | | | | | | | | | | |
| Yes | | | | | | | | | | | | | | | |
| Whether Chairperson is related to MD or CEO | | | | | | | | | | | | | | | |
| Yes | | | | | | | | | | | | | | | |
| Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committees held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN |
| Bikramjit Ahluwalia | AAEPA8644E | 00304947 | Executive Director | Chairperson | MD | 04-12-1939 | 02-06-1979 | 01-04-2018 | | 36 | 1 | 0 | 0 | 0 | |
| Shobhit Uppal | AAHPU9587H | 00305264 | Executive Director | Not Applicable | | 25-03-1967 | 25-03-1994 | 01-04-2018 | | 36 | 1 | 0 | 2 | 0 | |
| Vikas Ahluwalia | AAJPA8694B | 00305175 | Executive Director | Not Applicable | | 12-07-1974 | 01-04-2018 | 01-04-2018 | | 36 | 1 | 0 | 1 | 0 | |
| Sanjiv Sharma | ACRPS9133R | 08478247 | Executive Director | Not Applicable | | 09-02-1969 | 01-08-2019 | | | 36 | 1 | 0 | 0 | 0 | |



I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN |
|----|-----------------|------------------------|-------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|
| 5 | Mr | Anil Kumar Gupta | AAAAPG5076C | 00371289 | Non-Executive - Independent Director | Not Applicable | | 27-12-1948 | 28-08-2000 | 01-04-2019 | | 60 | 3 | 2 | 1 | 1 | |
| 6 | Mr | Sushil Chandra | ACMPC0438N | 00502167 | Non-Executive - Independent Director | Not Applicable | | 29-04-1938 | 08-03-2010 | 01-04-2019 | | 60 | 1 | 1 | 2 | 1 | |
| 7 | Mrs | Mohinder Sahlot | AQQPS9495B | 01363530 | Non-Executive - Independent Director | Not Applicable | | 22-07-1968 | 30-03-2015 | | | 60 | 1 | 1 | 2 | 1 | |
| 8 | Mr | Rajindra Prashad Gupta | AADPG8726F | 02537985 | Non-Executive - Independent Director | Not Applicable | | 14-09-1949 | 24-07-2019 | | | 36 | 1 | 1 | 1 | 0 | |



| Audit Committee Details | | | | | | | |
|-------------------------|------------|---------------------------|---|-------------------------|---------------------|-------------------|---------|
| Sr | DIN Number | Name of Committee members | Whether the Audit Committee has a Regular Chairperson | | Date of Appointment | Date of Cessation | Remarks |
| | | | Category 1 of directors | Category 2 of directors | | | |
| 1 | 00371289 | Arun Kumar Gupta | Non-Executive - Independent Director | Chairperson | 01-04-2019 | | |
| 2 | 00502167 | Sushil Chandra | Non-Executive - Independent Director | Member | 01-04-2019 | | |
| 3 | 01363530 | Mohinder Sahlot | Non-Executive - Independent Director | Member | 30-03-2015 | | |
| 4 | 02537985 | Rajindra Prashad Gupta | Non-Executive - Independent Director | Member | 24-07-2019 | | |
| 5 | 00305264 | Shobhit Uppal | Executive Director | Member | 01-04-2018 | | |
| 6 | 00305175 | Vikas Ahluwalia | Executive Director | Member | 30-05-2019 | | |
| 7 | 08478247 | Sanjiv Sharma | Executive Director | Member | 01-08-2019 | | |



Nomination and remuneration committee

| Sr | DTN Number | Name of Committee members | Whether the Nomination and remuneration committee has a Regular Chairperson | | Date of Appointment | Date of Cessation | Remarks |
|----|------------|---------------------------|---|-------------------------|---------------------|-------------------|---------|
| | | | Category 1 of directors | Category 2 of directors | | | |
| 1 | 00502167 | Sushil Chandra | Non-Executive - Independent Director | Chairperson | 29-03-2019 | | |
| 2 | 00371289 | Arun Kumar Gupta | Non-Executive - Independent Director | Member | 01-04-2019 | | |
| 3 | 01363530 | Mohinder Sallot | Non-Executive - Independent Director | Member | 30-03-2015 | | |

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| Stakeholders Relationship Committee | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Yes | Remarks |
| 1 | 01363530 | Mohinder Sahlot | Non-Executive - Independent Director | Chairperson | 30-03-2015 | |
| 2 | 00305264 | Shobhit Uppal | Executive Director | Member | 01-04-2018 | |
| 3 | 00502167 | Sushil Chandra | Non-Executive - Independent Director | Member | 01-04-2019 | |



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| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| | | | | | | | |

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Corporate Social Responsibility Committee

| Sr | DIN Number | Name of Committee members | Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | Date of Appointment | Date of Cessation | Remarks |
|----|------------|---------------------------|---|-------------------------|---------------------|-------------------|---------|
| | | | Category 1 of directors | Category 2 of directors | | | |
| 1 | 00502167 | Sushil Chandra | Non-Executive - Independent Director | Chairperson | 01-04-2019 | | |
| 2 | 00305264 | Shobhit Uppal | Executive Director | Member | 01-04-2018 | | |
| 3 | 00371289 | Arun Kumar Gupta | Non-Executive - Independent Director | Member | 01-04-2019 | | |



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| Other Committee | | | | | | |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| | | | | | | |



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Annexure I

Annexure I

III. Meeting of Board of Directors

| Sr | Disclosure of notes on meeting of board of directors explanatory | | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
|----|--|--|---|------------------------------|--|------------------------------|---|
| | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | | | | | |
| 1 | 30-05-2019 | | | | Yes | 7 | 3 |
| 2 | | 24-07-2019 | 54 | | Yes | 8 | 4 |
| 3 | | 14-08-2019 | 20 | | Yes | 8 | 4 |



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Annexure 1

| IV. Meeting of Committees | | Disclosure of notes on meeting of committees explanatory | | | | | | |
|---------------------------|---------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 30-05-2019 | | | | Yes | 6 | 3 |
| 2 | Audit Committee | 14-08-2019 | 75 | | | Yes | 7 | 4 |
| 3 | Nomination and remuneration committee | 30-05-2019 | | | | Yes | 3 | 3 |
| 4 | Nomination and remuneration committee | 24-07-2019 | 54 | | | Yes | 3 | 3 |
| 5 | Stakeholders Relationship Committee | 14-08-2019 | 20 | | | Yes | 3 | 2 |



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Annexure 1

| V. Related Party Transactions | | | |
|-------------------------------|--|-------------------------------|--|
| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | Whether prior approval of audit committee obtained | NA | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |



Annexure 1

| VL Affirmations | | Compliance status (Yes/No) |
|-----------------|---|----------------------------|
| Sr | Subject | |
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | NA |
| 6 | 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 |
| 7 | 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 |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |



Annexure 1

| Sr | Subject | Compliance status |
|----|-------------------|--|
| 1 | Name of signatory | VIPIN KUMAR TIWARI |
| 2 | Designation | Company Secretary and Compliance Officer |



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Annexure III

| III. Affirmations | | | | |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |



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| Annexure III | |
|--------------|---|
| 1 | Name of signatory VIPIN KUMAR TIWARI |
| 2 | Designation Company Secretary and Compliance Officer |



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| Signatory Details | |
|-----------------------|--|
| Name of signatory | VIPIN KUMAR TIWARI |
| Designation of person | Company Secretary and Compliance Officer |
| Place | NEW DELHI |
| Date | 15-10-2019 |




