



Regd. Office : 49 Gujrawala Town,  
Part II, New Delhi - 110009  
Phone No. 011-65912026  
Email Id : [alpsmotorfinance@yahoo.in](mailto:alpsmotorfinance@yahoo.in)  
Web : <http://www.alpsmotor.com>  
CIN No. L65923DL1987PLC027305

To,

Date: 01.11.2018

BSE Limited  
PJ, Towers,  
Dalal Street,  
Mumbai-400001

Scrip Code: 538423  
Scrip ID: ALPSMOTOR

**Subject: ANNUAL REPORT FOR THE FINANCIAL YEAR 2017-2018**

Dear Sir/ Madam,

Please find enclosed herewith the Annual Report of the company for the financial year 2017-2018, pursuant Regulation 34 of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015.

Please take the same on Record.

FOR ALPS MOTOR FINANCE LIMITED

A handwritten signature in blue ink, which appears to be 'Sunila', is written over a circular blue stamp. The stamp contains the text 'NEW DELHI' and 'ENTERPRISE'. Below the signature and stamp, the name 'SUNILA SABHARWAL' and the title 'DIRECTOR' are printed in blue capital letters.

SUNILA SABHARWAL  
DIRECTOR

**31<sup>st</sup> ANNUAL REPORT OF**  
**\*ALPS MOTOR FINANCE LIMITED\***  
**FOR THE FINANCIAL YEAR**  
**2017-18**

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# **CORPORATE INFORMATION**

## **BOARD OF DIRECTORS**

Ms. SUNILA SABHARWAL	:	<b>Whole-Time Director</b>
Mr. ANIL KUMAR GUPTA	:	<b>Non Executive &amp; Non-Independent Director</b>
Mr. SUSHIL KUMAR	:	<b>Independent Director</b>
Mr. SUNEEL KUMAR	:	<b>Independent Director</b>

## **STATUTORY AUDITORS**

Manoj Raj & Associates  
Chartered Accountants  
Head Office: 304, Laxman place, 19, Veer  
Savarkar Block, Shakarpur, Delhi-110092

## **BANKER TO THE COMPANY**

HDFC Bank

## **CORPORATE IDENTIFICATION NUMBER**

L65923DL1987PLC027305

## **REGISTERED OFFICE**

49, Gujrawala Town,  
Part II, Delhi- 110009  
**Phone:** 011-65912026,  
**Email Id:** [alpsmotorfinance@yahoo.com](mailto:alpsmotorfinance@yahoo.com)  
**Website:** [www.alpsmotor.com](http://www.alpsmotor.com)

## **REGISTRAR & SHARE TRANSFER AGENT**

### **M/s. MCS Share Transfer Agent Ltd**

F-65, 1st Floor,  
Okhla Industrial Area, Phase-I,  
New Delhi -110020  
Ph:- 011-4140 6149 (Hunting); Fax:- 011-4170 9881  
Email :- helpdeskdelhi@mcsregistrars.com

## **ANNUAL GENERAL MEETING**

Date & Time : 20<sup>th</sup> September, 2018 on 09:00 AM  
Day : Thursday  
Venue : Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi- 110081

## NOTICE OF 31<sup>ST</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of M/s. ALPS MOTOR FINANCE LIMITED will be held on **Thursday, 20<sup>th</sup> September, 2018** at 09:00 A.M. Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi- 110081, to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance sheet of the Company as at March 31 2018, the statement Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditor's thereon.
2. To Appoint a Director in place of Mr. Anil Kumar Gupta, who retires by rotation and being eligible offer himself for re-appointment.
3. To ratify the appointment of M/s. **Manoj Raj & Associates, Chartered Accountants**, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM and to fix their remuneration.

### SPECIAL BUSINESS:

#### 4. Ratification of Utilization of Funds Raised Through Preferential Issue

To consider and, if thought fit, to pass with or without modification(s), the following resolution as SPECIAL RESOLUTION:

**"RESOLVED THAT** pursuant to the BSE Notice No. 20180613-29 dated 13<sup>th</sup> June, 2018, consent of the members of the company be and is hereby accorded by way of special resolution to ratify the utilization of funds aggregated to Rs. 7,01,33,500/- (Rupees Seven Crore One Lakh Thirty Three Thousand Five Hundred Only) raised from the preferential Issue during the financial year 2013-2014 for the objects mentioned in offer letter i.e.

1. to strengthen the equity base of the company
2. to arrange funds required for meeting enhanced working capital requirements of the company
3. to meet Capital Expenditure
4. to meet expenditure for general corporate purpose

**"RESOLVED FURTHER THAT** Company has utilized those funds for the purposes of providing advances for business purpose, loans & advances, Repayment of Loan, General Corporate Purpose and working capital requirement to expand the business of the company.

**“RESOLVED FURTHER THAT** status as on 31<sup>st</sup> March, 2018 of the amount raised through preferential issue are as follow:

<b>Particulars</b>	<b>Amount utilized as on 31<sup>st</sup> March, 2018</b>
Advances for the Business Purpose – deal did not mature	Rs. 50,000,000/-
Repayment of Loan	Rs. 13,000,000/-
General Corporate Purpose	Rs. 10,00,000/-
Working Capital Requirement	Rs. 61,00,000/-
<b>Total</b>	Rs. 7,01,00,000/-

**“RESLOVED FURTHER THAT** for the purpose of giving effect to the above resolutions, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose.

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred by this resolution on it, to any Committee of Directors, any other Director(s) or officer(s) of the Company or any other person(s) as may be necessary to give effect to the aforesaid resolution.”

**For ALPS MOTOR FINANCE LIMITED**  
**SD/-**  
**SUNILA SABHARWAL**  
**WHOLE-TIME DIRECTOR**

**Date: 21.08.2018**  
**Place: Delhi**

## Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
3. Members holding shares in physical form are requested to notify change in address, if any, under their signatures to **MCS Share Transfer Agent Limited** having its registered office at F-65, First Floor, Okhla Industrial Area, Phase - II, New Delhi - 110020. Tel: 011-41406149; Email: admin@mcsregistrars.com. Members holding shares in electronic form may update such details with their respective Depository Participants.
4. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from **17.09.2018 to 19.09.2018** (both days inclusive).
5. Members seeking any information regarding accounts should write to the Company at least seven days before the date of the meeting so as to enable the management to keep the information ready.
6. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.
7. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

**The instructions for shareholders voting electronically are as under:**

### **INSTRUCTIONS**

1. Voting through electronic means
  - I. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to offer e-voting facility to the Members to cast their votes electronically on all resolutions set forth in the Notice convening the Annual General Meeting to be held on

**Thursday, 20<sup>th</sup> September, 2018 at 09:00 A.M. Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi- 110081.** The Company has envisaged the Services of National Securities Depository Limited (NSDL) to provide e-voting facility.

- II. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- III. The Facility for voting through ballot paper shall be available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- IV. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- V. The remote e-voting period commences on 17<sup>th</sup> September, 2018 (9:00 am) and ends on 19<sup>th</sup> September, 2018 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 13<sup>th</sup> September, 2018**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The process and manner for remote E- voting electronically are as under:-

A. In case a member receives an email from NSDL (for members whose email IDs are registered with the Company/Depository Participant(s) :

- (i) Open email and open PDF file. The said PDF file contains your user ID and password For E-Voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following [URL:https:// www.evoting.nsdl.com/](https://www.evoting.nsdl.com/)
- (iii) Click on shareholder-Login.
- (iv) Put user ID and password as initial password noted in step (i) above. Click login.
- (v) Password change menu appears. Change the password with new password of your choice. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-voting opens, click on e-voting : Active Voting cycles.
- (vii) Select "EVEN" Of **ALPS MOTOR FINANCE LIMITED**.
- (viii) Now you are ready for remote E-voting as cast vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on ""Submit"" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.



(xi) Once you have voted on the resolution, you will not be allowed to modify your vote

(xii) Institutional & Corporate shareholders(i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy(PDF/JPG Format) of the relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [cspriyankagarg@gmail.com](mailto:cspriyankagarg@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Depository Participant (s) or requesting physical copy] :

(i) Initial password is provided as below in the proxy form:

EVEN (Remote E-Voting Event number)	USER ID	PASSWORD

(ii) Please follow all steps from SI. No.(ii) to SI. No.(xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) call on toll free no.: 1800-222-990.

VII.If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

VIII.The e-voting period commences on **17<sup>th</sup> September, 2018 (9:00 am) and ends on 19<sup>th</sup> September, 2018 (5:00 pm)**. During the period members of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 13<sup>th</sup> September, 2018**, may cast their vote electronically in the manner and process set out herein above. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the shareholder shall not be allowed to change it subsequently. Further, the members who have cast their vote electronically shall not vote by way ballot form.

IX.The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of 13<sup>th</sup> September, 2018**.

X.Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. **13<sup>th</sup> September, 2018**, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

XI.A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XII. **Ms. Priyanka Garg**, Company Secretary (COP: 18038), has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

- XIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XIV. The Scrutinizer shall after the conclusion of the e-voting at the AGM will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XV. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company i.e. [www.alpsmotor.com](http://www.alpsmotor.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited (BSE).

**For ALPS MOTOR FINANCE LIMITED**  
**SD/-**  
**SUNILA SABHARWAL**  
**WHOLE-TIME DIRECTOR**

**Date: 21.08.2018**  
**Place: Delhi**

## EXPLNATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

### ITEM NO. 4

Your Company had raised Rs. 7,01,33,500/- (Rupees Seven Crore One Lakh Thirty Three Thousand Five Hundred Only) by issuing and allotting 70133500 Equity shares of Rs. 10/- each on preferential basis during the financial year 2013-2014 for the objects mentioned in offer letter

1. to strengthen the equity base of the company
2. to arrange funds required for meeting enhanced working capital requirements of the company
3. to meet Capital Expenditure
4. to meet expenditure for general corporate purpose

Further, Company has utilized those funds for the purposes of providing advances for business purpose, loans & advances, Repayment of Loan, General Corporate Purpose and working capital requirement to expand the business of the company.

As on 31<sup>st</sup> March, 2018 status of said funds raised through preferential issue are as follow:-

Particulars	Amount utilized as on 31st March, 2018
Advances for the Business Purpose - deal did not mature	Rs. 50,000,000/-
Repayment of Loan	Rs. 13,000,000/-
General Corporate Purpose	Rs. 10,00,000/-
Working Capital Requirement	Rs. 61,00,000/-
Total	Rs. 7,01,00,000/-

Pursuant to BSE Notice No. 20180613-29 dated 13<sup>th</sup> June, 2018, the Board and audit committee at its meeting held on 10<sup>TH</sup> August, 2018 and approved the status of said funds as on 31.03.2018 and the same need to be ratified by the shareholders by passing Special Resolution.

None of the Directors and Key Managerial Personnel and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

### ANNEXURE I TO THE NOTICE

Details of the directors proposed to be appointed/re-appointed as per clause 1.2.5 of Secretarial Standards on General Meeting and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name	Mr. Anil Kumar Gupta
Age	38 Years
Qualifications	Graduate
Experience	13 Years
Terms and conditions of appointment including details of remuneration	<b>Mr. Anil Kumar Gupta</b> holds the office as Non-Independent of the Company. He will be entitled for remuneration as per the provisions of Companies Act, 2013 and as may be decided by the Board of Directors and approved by the members of the Company from time to time. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company.
Last drawn remuneration	Nil
Date of first appointment by the Board of Directors of the Company	28.02.2017
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2017-18	6
Other directorship, membership / chairmanship of committees of other board	<b>Director/Designated partner in:</b> DJ Yatayat Private Limited Triveni Motors (HMSI Dealership) Private Limited HSK Estates And Properties Private limited URBS Lab Developers LLP VAKG Education Mission LLP
Justification for appointment of Independent Director	N.A
Performance evaluation report	N.A

## DIRECTORS' REPORT

To,  
The Members  
ALPS MOTORS FINANCE LIMITED

Your Directors have pleasure in presenting the 31<sup>st</sup> Annual Report on the business and operations of the Company together with the Audited Statement of Accounts and the Auditors' Report of your Company for the financial year ended, 31<sup>st</sup> March 2018.

### FINANCIAL HIGHLIGHTS:

The summarized performance of the Company for the years 2017-18 and 2016-2017 is given below:

Particulars	The Financial Year Ended	
	March 31, 2018 (in Rs.)	March 31, 2017 (in Rs.)
<b>Total Income</b>	6,53,071,395	1,10,68,314
<b>Total Expenditure</b>	65,25,95,013	1,04,96,901
<b>Profit after Depreciation but before Tax</b>	<b>4,76,382</b>	<b>5,71,413</b>
Less: Current Tax Deferred Tax	1,22,555	1,76,568
Profit From continuing Operations	-	-
<b>Profit/(Loss) from discontinuing operations</b>	-	-
<b>Profit / (Loss) After Tax</b>	<b>3,53,827</b>	<b>3,94,845</b>

### FINANCIAL PERFORMANCE

During the year under review, Your Company has recorded a total income of Rs 6,53,071,395/- against Rs. 1,10,68,314/- in the previous year. Profit after taxation for the financial year ended on 31<sup>st</sup> March, 2018 is Rs. 3,53,827/- against Rs. 3,94,845 /- in the previous year.

### RESERVE AND SURPLUS

The company has incurred Profit of Rs 3,53,827/- in 31<sup>st</sup> March, 2018. Therefore, it was being transferred to the reserve and surplus.

### DIVIDEND

To Plough back the profits into the business, the Board of Directors has not declared any dividend during the year.

### CHANGE IN THE NATURE OF BUSINESS

During the year, the Company has not changed its nature of business.

## **DEPOSITS**

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. No amount of principal or interest was outstanding as on the date of Balance Sheet.

## **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

There have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

## **POSTAL BALLOT**

During the year under Review, There is no Postal Ballot conducted by the company.

## **CHANGE OF REGISTRAR AND SHARE TRANSFER AGENT**

There was no change found to the Share Transfer Agent during the period under review.

## **DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company has a strong monitoring and reporting process resulting in financial discipline and accountability.

## **RISK MANAGEMENT POLICY**

Therefore, in accordance with the provisions of the Companies Act, 2013, the Board members were informed about risk assessment and minimization procedures after which the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

## **PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE**

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as Annexure to this Report.

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

**Annexure to the Directors Report Disclosure under Section 197(12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:**

<b>Sr. No.</b>	<b>Name of Director/KMP and Designation</b>	<b>Remuneration of Director/ KMP for FY 2017-18 (Rs.)</b>	<b>% increase in Remuneration in FY 2017-18**</b>	<b>Ratio of Remuneration of Director to Median Remuneration of employees</b>	<b>Ratio of Remuneration of Director to Median Remuneration of Employees</b>
1.	N.A	Nil	N.A	N.A	N.A

The number of permanent employees as on 31<sup>st</sup> March 2018 was 3.

Average of remuneration of employees excluding KMPs - Nil

No employee's remuneration for the year 2017-18 exceeded the remuneration of any of the Directors.

Company's performance has been provided in the Directors' Report which forms part of the Board Report.

The key parameter for the variable component of key Managerial personnel(s) is linked with Company performance and Individual performance.

The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company.

**STATEMENT CONTAINING THE PARTICULARS OF EMPLOYEES IN ACCORDANCE WITH SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018 -NOT APPLICABLE**

**NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR**

Since the Company has no subsidiaries as on 31<sup>st</sup> March, 2018, provision of section 129 of the Companies Act, 2013 is not applicable.

### **STATE OF COMPANY AFFAIRS:**

The Company is complying with all the applicable laws and provisions and there is no adverse action against the business operations of the Company.

### **STATUTORY AUDITORS**

In accordance with the provisions of Section 139 of the Companies Act, 2013, the Board of Directors of the company has proposed the re-appointment of M/s Manoj Raj & Associates, Chartered Accountants (FRN 017373N) as the statutory auditors of the Company for the financial year 2018-19. The Board has recommended the appointment of M/s. Manoj Raj & Associates, Chartered Accountants (FRN 017373N), by the shareholders at the forthcoming Annual General meeting. The Company has received a letter from M/s. Manoj Raj & Associates, Chartered Accountants, confirming their eligibility under Section 141 of the Companies Act, 2013.

### **AUDITORS' REPORT**

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

### **MAINTENANCE OF COST RECORD:**

Maintenance of Cost record as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 is not applicable on the Company.

### **EXTRACT OF THE ANNUAL RETURN**

Pursuant to the provisions of Section 134 (3) (a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended 31st March, 2018 made under the provisions of Section 92 (3) of the Act in Form MGT -9 is annexed herewith as Annexure.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review. There was no foreign exchange earning & outgo during the financial year under review.

### **RELATED PARTY TRANSACTIONS**

There are no Related Party Transactions during the year under review

### **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

During the year under review, the Company is not required to comply with the provisions related to Corporate Social Responsibility on the basis of its financial statement.



## **DIRECTORS & COMMITTEES:**

### **a. Changes in Directors and Key Managerial Personnel**

During the Year under review, there is no change in the composition of the Board of Directors. The Board remains the same.

### **b. Declaration by an Independent Director(s) and re- appointment, if any**

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, and Listing Agreement.

### **c. Formal Annual Evaluation**

Pursuant to the provisions of companies Act, 2013 and applicable provisions of Listing Agreement, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

## **NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

### **BOARD MEETINGS**

During the year, Board Meetings were convened and held. The details of which are given below. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

<b>S. No.</b>	<b>Date of Meeting</b>	<b>Total No. of Directors on the Date of Meeting</b>	<b>No. of Directors Attended</b>
1	26th May,2017	4	4
2	12 <sup>th</sup> August,2017	4	4
3	31 <sup>st</sup> August,2017	4	4
4	09th November,2017	4	4
5	04th January,2018	4	4
6	14 <sup>th</sup> February,2018	4	4

### **EXTRAORDINARY GENERAL MEETINGS DURING THE FINANCIAL YEAR 2017-18**

There is no Extraordinary General Meeting Convened during the Financial Year 2017-18.

### **AUDIT COMMITTEE**

The Board has well-qualified Audit Committee with majority of Independent Directors including Chairman. They possess sound knowledge on Accounts, Audit, Finance, Taxation, Internal Controls etc.

The Audit Committee also advises the Management on the areas where internal control system can be improved. The Terms of reference of the Audit Committee are in accordance with Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013 as follows:

- Oversight of the Issuer's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending to the Board, the appointment, re-appointment and, if required, there
- Placement or removal of the statutory auditor and the fixation of audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
  - i. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report
  - ii. Any changes in accounting policies and practices and reasons for the same;
  - iii. Major accounting entries involving estimates based on exercise of judgment by management;
  - iv. Significant adjustments made in the financial statements arising out of audit findings;
  - v. Compliance with listing and other legal requirements relating to financial statements;
  - vi. Disclosure to any related party transactions;
  - vii. Qualifications in the draft audit report;
- Reviewing with the management the half yearly financial statements before submission to the Board for approval;
- Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;
- Reviewing the adequacy of internal audit function, including the structure of the internal
- audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors any significant findings and follow up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters
- where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matters to the Board;
- Discussion with Statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

## **COMPOSITION**

**During the year ended on 31st March, 2018, the composition of Audit Committee has been as under:**

- |    |                      |               |   |  |
|----|----------------------|---------------|---|--|
| a. | Mr. Suneel Kumar     | (Member)      | - | Non Executive and Independent Director |
| b. | Mr. Sushil Kumar     | (Chairperson) | - | Non Executive and Independent Director |
| c. | Ms. Sunila Sabharwal | (Member)      | - | Executive Director                     |

During the Financial year 2017-18, Four (4) meeting of Audit Committee was held i.e. 26<sup>th</sup> May, 2017, 12<sup>th</sup> August, 2017, 09<sup>th</sup> November, 2017, 14<sup>th</sup> February, 2018.

## **NOMINATION & REMUNERATION COMMITTEE**

The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

**During the year ended on 31<sup>st</sup> March, 2018, the composition of Nomination and Remuneration Committee has been as under:**

- a. Mr. Anil Kumar Gupta (Member) - Non Executive and Non Independent Director
- b. Mr. Suneel Kumar (Chairperson) - Non Executive and Independent Director
- c. Mr. Sushil Kumar (Member) - Non Executive and Independent Director

During the financial year 2017-18, Four (4) meeting of Remuneration Committee was held i.e. 26<sup>th</sup> May, 2017, 12<sup>th</sup> August, 2017, 09<sup>th</sup> November, 2017, 14<sup>th</sup> February, 2018.

## **TERMS OF REFERENCE**

The terms of reference of Remuneration Committee includes the following:

- The remuneration committee recommends to the board the compensation terms of the executive directors.
- The committee to carry out evolution of every director's performance and recommend to the board his/her appointment and removal based on the performance.
- The committee to identify persons who may be appointed in senior management/Director in accordance with the criteria laid down.
- Framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment.
- Considering approving and recommending to the Board the changes in designation and increase in salary of the executive directors.
- Ensuring the remuneration policy is good enough to attract, retain and motivate directors.
- Bringing about objectivity in deeming the remuneration package while striking a balance between the interest of the Company and the shareholders."

## **STAKEHOLDER RELATIONSHIP COMMITTEE**

The Company has duly constituted Stakeholder Relationship Committee to align with the requirements prescribed under the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

Our Company has constituted a Stakeholder Relationship Committee to redress the complaints of the shareholders. The committee currently comprises of three Directors. Mr. Suneel Kumar is the Chairman of the committee.

- a. Mr. Suneel Kumar (Member) - Non Executive and Independent Director
- b. Mr. Sushil Kumar (Chairperson) - Non Executive and Independent Director
- c. Ms. Sunila Sabharwal (Member) - Executive Director

During the Financial year 2017-18, Four (4) meeting of Stakeholder Relationship Committee was held i.e. 26<sup>th</sup> May, 2017, 12<sup>th</sup> August, 2017, 09<sup>th</sup> November, 2017, 14<sup>th</sup> February, 2018.

## **ROLE OF STAKEHOLDER RELATIONSHIP COMMITTEE**

The Stakeholder Relationship Committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

## **DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES**

During the year, as per Section 177(9) read with Rule 7(1) of The Companies (Meeting of Board and its Powers) Rules, 2014, Company is required to establish a Vigil Mechanism for its Directors and employees. In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and also posted on the website of company.

## **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

During the year, Company has not provided Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

## **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

In order to prevent sexual harassment of women at workplace; the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are effective in the Company. Under the said Act, every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at workplace of any women employee. As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder, your Company has constituted Internal Committees (IC). While maintaining the highest governance norms, to build awareness in this area, the Company has been conducting induction / refresher programmes in the organization on a continuous basis. During the period under review, there was no women employee employed in the company. So there was no complaint on sexual harassment during the year under review.

## **SECRETARIAL AUDIT REPORT AND EXPLANATION TO THE QUALIFICATIONS REPORTED IN THE REPORT**

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ms. Bhawna, Practicing Company Secretary in Practice to undertake the Secretarial audit of the Company. The Secretarial Auditor Report provided By the Secretarial Auditor in Form No. MR-3 has been enclosed as Annexure.

The Management is searching the best person for the position Whole Time Director, Company Secretary and Chief Financial Officer and necessary steps has been taken to ensure that e - filing with Registrar of Companies, NCT of Delhi & Haryana to be completed within time in order to avoid the additional fee for delay submissions. Further necessary steps has been taken to ensure that timely intimations to be sent to the Stock Exchange.

### **CORPORATE GOVERNANCE REPORT**

A report on Corporate Governance along with a certificate regarding the compliances with conditions of Corporate Governance as per Chapter IV of SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 is annexed to this report.

### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

As required under Regulation 15 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is presented in the separate section and forms an integral part of the Directors Report and attached.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that -

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**ACKNOWLEDGEMENT**

The board wishes to express and place on records its gratitude for the faith reposed in and cooperation extended to the company by the shareholders of the company. Your directors wish to place on record their deep sense of appreciation for the devoted and sincere services of the executives, staff and workers of the company for its success.

**FOR AND ON BEHALF OF THE BOARD  
ALPS MOTORS FINANCE LIMITED**

<b>Date: 21.08.2018</b>	<b>Sd/-</b>	<b>Sd/-</b>
<b>Place: Delhi</b>	<b>SUSHIL KUMAR</b>	<b>SUNILA SABHARWAL</b>
	<b>DIN: 07100214</b>	<b>DIN: 02340208</b>
	<b>E-128, Shubhash Vihar</b>	<b>49, Gujrawala Town</b>
	<b>North Ghonda, Gali No.5</b>	<b>Part-II, Mukherjee Nagar</b>
	<b>F-Block, Delhi-110053</b>	<b>New Delhi-110009</b>

## FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company  
(Management & Administration) Rules, 2014.

## i. REGISTRATION &amp; OTHER DETAILS:

1	CIN	L65923DL1987PLC027305
2	Registration Date	13/03/1987
3	Name of the Company	ALPS MOTORS FINANCE LIMITED
4	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company.
5	Address of the Registered office & contact details	A 49, Gujrawala Town, Part II, Delhi-110009 Phone : 011-65912026; E-Mail: <a href="mailto:alpsmotorfinance@yahoo.com">alpsmotorfinance@yahoo.com</a> Website: <a href="http://www.alpsmotor.com">http://www.alpsmotor.com</a>
6	Whether listed company	Listed
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	<b>M/s. MCS Share Transfer Agent Ltd</b> F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110020 Ph:- 011-4140 6149 (Hunting) Fax:- 011-4170 9881 Email :- <a href="mailto:helpdeskdelhi@mcsregistrars.com">helpdeskdelhi@mcsregistrars.com</a>

## ii. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Main business of the Company is financing all and every type of commodities movable or immovable properties	659	100%

## iii. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:N.A.

S. No	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
1	N.A	N.A	N.A	N.A	Section 2(46) and Section

					2(87)(ii)
2	N.A	N.A	N.A	N.A	Section 2(87)(ii)
3	N.A	N.A	N.A	N.A	Section 2(6)

**iv. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i.) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2017]				Shares held at the end of the year [As on 31-March-2018]				Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	10,80,000	-	10,80,000	1.06	10,80,000	-	10,80,000	1.06	Nil
b) Bodies Corp.	19,04,000	-	19,04,000	1.87	19,04,000	-	19,04,000	1.87	Nil
<b>Sub Total (A)(1)</b>									
<b>(2) Foreign</b>	0	0	0	0	0	0	0	0	0
<b>Total shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	<b>29,84,000</b>	<b>-</b>	<b>29,84,000</b>	<b>2.94</b>	<b>29,84,000</b>	<b>-</b>	<b>29,84,000</b>	<b>2.94</b>	<b>Nil</b>
<b>B. Public Shareholding</b>									
1. Institutions									
Subtotal (B)(1):-									
<b>2. Non-Institutions</b>									
a) Bodies Corp.	3,72,64,042	83,18,960	4,55,83,002	44.89	3,42,80,810	49,08,960	3,91,89,770	38.59	6.3
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	80,93,999	86,740	81,80,739	8.05	1,88,91,668	6,740	1,88,98,408	18.61	10.56



ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	4,48,14,359	-	4,48,14,359	44.12	3,95,80,489	-	3,95,80,489	38.97	5.15
c) Others (specify)	700	-	700	0.00	-	-	-	-	-
i)HUF	-	-	-	-	-	-	-	-	-
ii)Clearing Members	-	-	-	-	-	-	-	-	-
iii)Non Resident Indians	700	-	700	0.00	9,10,133	-	9,10,133	0.90	0.90
iv) Trusts	-	-	-	-	-	-	-	-	-
V) Foreign Portfolio Investor	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	<b>9,01,73,100</b>	<b>84,05,700</b>	<b>9,85,78,800</b>	<b>97.06</b>	<b>9,36,63,100</b>	<b>49,15,700</b>	<b>9,85,78,800</b>	<b>97.06</b>	<b>Nil</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>9,01,73,100</b>	<b>84,05,700</b>	<b>9,85,78,800</b>	<b>97.06</b>	<b>9,36,63,100</b>	<b>49,15,700</b>	<b>9,85,78,800</b>	<b>97.06</b>	<b>Nil</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>9,31,57,100</b>	<b>84,05,700</b>	<b>10,15,62,800</b>	<b>100.00</b>	<b>9,36,63,100</b>	<b>49,15,700</b>	<b>10,15,62,800</b>	<b>100.00</b>	<b>Nil</b>

ii) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year[As on 31-March-2017]			Share holding at the end of the year[As on 31-March-2018]			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1	MAHESH CHAND	1080000	1.06	0	1080000	1.06	0	Nil

2.	<b>CITIZEN COMPSET PRIVATE LIMITED</b>	1904000	1.87	0	1904000	1.87	0	Nil
	<b>Total</b>	<b>29,84,000</b>	<b>2.94</b>	<b>0</b>	<b>29,84,000</b>	<b>2.94</b>	<b>0</b>	<b>Nil</b>

iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>At the beginning of the year(31.03.2017)</b>				
1	MAHESH CHAND	1080000	1.06	1080000	1.06
2	CITIZEN COMPSET PRIVATE LIMITED	1904000	1.87	1904000	1.87
	<b>At the end of the year(31.03.2017)</b>				
1	MAHESH CHAND	1080000	1.06	1080000	1.06
2	CITIZEN COMPSET PRIVATE LIMITED	1904000	1.87	1904000	1.87

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>1.</b>	<b>RUPESH JHA</b>				
	At the beginning of the year	7054645	6.95	7054645	6.95
	At the end of the year	7054645	6.95	7054645	6.95

2.	<b>TRUCKLING VINMAY TRADING PRIVATE LIMITED</b>				
	At the beginning of the year	4163650	4.10	4163650	4.10
	At the end of the year	4163650	4.10	4163650	4.10
3.	<b>ANUPAMA JAIN</b>				
	At the beginning of the year	1360000	1.34	1360000	1.34
	At the end of the year	1360000	1.34	1360000	1.34
4.	<b>DEWSOFT OVERSEAS PVT LTD</b>				
	At the beginning of the year	1300000	1.28	1300000	1.28
	At the end of the year	1300000	1.28	1300000	1.28
5.	<b>PK JAIN</b>				
	At the beginning of the year	1240572	1.22	1240572	1.22
	At the end of the year	1240572	1.22	1240572	1.22
6.	<b>Shilpi Jain</b>				
	At the beginning of the year	1240572	1.22	1240572	1.22
	At the end of the year	1240572	1.22	1240572	1.22
7.	<b>TEGAN TRADERS INDIA PVT LTD</b>				
	At the beginning of the year	2000889	1.97	2000889	1.97
	At the end of the year	2000889	1.97	2000889	1.97
8.	<b>RIVER HIGH RIGHT SHARE BROKERS PVT LTD</b>				
	At the beginning of the year	1526082	1.50	1526081	1.50
	At the end of the year	1526081	1.50	1526081	1.50
9.	<b>RISHI SEHDEV</b>				
	At the beginning of the year	1151000	1.13	1151000	1.13

	At the end of the year	1151000	1.13	1151000	1.13
<b>10.</b>	<b>ANUBHA ATRI</b>				
	At the beginning of the year	1044401	1.03	1044401	1.03
	At the end of the year	1044401	1.03	1044401	1.03

v) *Shareholding of Directors and Key Managerial Personnel:*

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	Nil	Nil	Nil	Nil

**V). INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

Particulars	Secured Loans excluding	Unsecured Loans	Deposits	Total indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

<b>Change in Indebtedness during the financial year</b>	-	-	-	-
* Addition	-	-	-	-
* Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

### iii). REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S. No.	Particulars of Remuneration	Total Amount		
		Managing Director	Whole Time Director	Total in Rs.
1.	Gross salary	Nil	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A	N.A	N.A
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A	N.A	N.A
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	N.A	N.A	N.A
2.	Stock Option	N.A	N.A	N.A
3.	Sweat Equity	N.A	N.A	N.A
4.	Commission - as % of profit - others, specify...	N.A	N.A	N.A
5.	Others, please specify	N.A	N.A	N.A
	<b>Total (A)</b>	<b>N.A</b>	<b>Nil</b>	<b>Nil</b>

**B. Remuneration to other directors:- Nil**

S. No.	Particulars of Remuneration	Name of Directors			Total Amount
1.	Independent Directors	N.A	N.A	N.A	N.A
	Fee for attending board committee meetings	N.A	N.A	N.A	N.A
	Commission	N.A	N.A	N.A	N.A
	Others, please specify	N.A	N.A	N.A	N.A
	Total (1)	N.A	N.A	N.A	N.A
3.	Other Non-Executive Directors	N.A	N.A	N.A	N.A
	Fee for attending board committee meetings	N.A	N.A	N.A	N.A
	Commission	N.A	N.A	N.A	N.A
	Others, please specify	N.A	N.A	N.A	N.A
	Total (2)	N.A	N.A	N.A	N.A
	Total (B)=(1+2)	N.A	N.A	N.A	N.A
	<b>Total Managerial Remuneration</b>	<b>N.A</b>	<b>N.A</b>	<b>N.A</b>	<b>N.A</b>

**C. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD**

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax	Nil	Nil	Nil	Nil

	Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission	Nil	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total</b>	Nil	Nil	Nil	Nil

iv.) **PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. DIRECTORS</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

**Form No. MR-3**  
**SECRETARIAL AUDITREPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2018**  
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of  
the Companies (Appointment and Remuneration Personnel) Rules,  
2014]

To,

The Members,

**M/s ALPS Motor Finance Limited.**

CIN: L65923DL1987PLC027305

49, Gujrawala Town, Part-II, New Delhi-110009.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Alps Motor Finance Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s Flare Finance (India) Limited** ("The Company") for the financial year ended on 31<sup>st</sup> March, 2018 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

following are observations:

- *During the period under audit, the Company has not appointed Company Secretary w.e.f. 01<sup>st</sup> April 2017;*
- *During the period under audit, the Company has not appointed Chief Financial Officer w.e.f. 01<sup>st</sup> May 2017;*
- *The Company has not filed/submitted various e-forms in ROC during the period under review;*
- *The Company has filed/submitted few e-forms in ROC with late fees during the period under review;*
- *The company other loan and Investments and Trade payables details are not properly mentioned in the Balance Sheet with the name of parties;*
- *There were few instances Where Company has given late intimation(s) to the Stock*



*Exchange;*

➤ *There were few instances Where Company has not given intimation(s) to the Stock Exchange;*

➤ *The company has not filed Form MGT-14 with ROC for adoption of financial statements;*

➤ *During the period under review, the Company has not appointed the Internal Auditor pursuant to the provisions of section 138 of the Companies Act, 2013*

➤ *The management of the Company has reported and certified that the Company has obtained requisite approvals for grant of Loan & Investment as per Section 186 of the Companies Act, 2013 and any other applicable laws. However company could not produce necessary records during the audit process.*

➤ *The company has not maintained its website as per the applicable provisions thereon;*

➤ *The company has not maintained its website as per the applicable provisions thereon;*

(ii) The Securities Contracts (Regulation) Act,1956('SCRA') and the rules made there under;

(iii) The Depositories Act,1996 and the Regulations and Bye-laws Framed there under;

(iv) ForeignExchangeManagementAct,1999andtherulesandregulationsmadethereunderto extentofForeignDirectInvestment,OverseasDirectInvestmentandExternalCommercial borrowings [**Applicable only to the extent of Foreign Direct Investment and Overseas Direct Investment**];

(v) ThefollowingRegulationsandGuidelinesprescribedundertheSecuritiesandExchange Board of India Act, 1992 ('SEBI Act'):-

(a) TheSecuritiesandExchangeBoardofIndia(SubstantialAcquisitionofSharesand Takeovers)Regulations,2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; [**Not applicable to the Company during Audit period as the Company has not introduced any such Scheme**];

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 [**Not Applicable as the Company has not issued and listed any debt securities during the financial year under review**];

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India(Delisting of Equity Shares)Regulations, 2009 [**Not Applicable as there was no reportable event during the period under review**];
- (h) TheSecuritiesandExchangeBoardofIndia(BuybackofSecurities)Regulations, 1998 [**Not Applicable as there was no reportable event during the period under review**];
- (vi) Employee Provident Fund and Miscellaneous Provisions Act, 1952; [**Not Applicable during the Audit period**]
- (vii)Air (Prevention & Control of Pollution) Act, 1981, Water (Prevention & Control of Pollution) Act, 1974 and Environment Protection Act, 1986; [**Not Applicable during the Audit period**]
- (viii) Income Tax Act, 1961 and Indirect Tax Laws.

I have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- ii. The Listing Agreements entered into by the Company with BSE Limited, Mumbai; and SEBI (Listing Obligations and Discloser Requirements) Regulation 2015. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. to the extent applicable as mentioned above.;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

**I further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the audit period there has been no events/ actions having major bearing on the Company's affairs.

**Sd-**

**Bhawna**

**Company Secretary in Practice**

**M. No. - 54223**

**C.P. No.-20105**

To,

The Members,

**M/s ALPS Motor Finance Limited.**

CIN: L65923DL1987PLC027305

49, Gujrawala Town,

Part-II, New Delhi-110009.

My Secretarial Audit Report of even date, for the financial year 2017-18 is to be read along with this letter.

**Management's Responsibility**

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility**

2. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. I believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer**

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and books of account of the Company.

Sd-

**Bhawna**

**Company Secretary in Practice**

**M. No. - 54223**

**C.P. No.-20105**

## REPORT ON CORPORATE GOVERNANCE

### 1 COMPANY PHILOSOPHY:

Your Company has always endeavored for bringing excellence in all spheres of its working, be it customer satisfaction, shareholders servicing, relationship with workers etc. The basic Corporate Governance norms have been adopted at the Board, Management and Operational levels. These norms are reviewed and reaffirmed on an ongoing basis.

### 2 BOARD OF DIRECTORS:

As on 31<sup>st</sup> March, 2018, Board of Directors of the Company has optimum combination of Executive & Non-Executive Directors.

Category	No. of directors
<b>Non-Executive &amp; Independent Directors</b>	2
<b>Non-Executive &amp; Non - Independent Directors</b>	1
<b>Executive Director</b>	1
<b>Total</b>	4

As required under Section 149(3) of the Companies Act, 2013, Ms. Sunila Sabharwal, a women Director, has been already appointed as a Director on the Board.

Other Relevant details of Directors:

Name of Director***	Category	No. of Directorship(s) held in Indian public & private Limited Companies including Alps Motor Finance Limited *	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	
			Member	Chairman
SUNILA SABHARWAL	Whole time Director	1	2	Nil
ANIL KUMAR GUPTA	No executive and Non Independent Director	1	Nil	Nil
SUSHIL KUMAR	Independent Director	1	2	1
SUNEEL KUMAR	Independent Director	2	4	1

\*Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 are excluded for the above purpose.

\*\*Includes Audit Committee, Nomination & Remuneration Committee and Shareholders'/ Investors Grievance Committee

None of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees (as specified in Regulation 15 of SEBI LODR 2015,, across all the Companies in which he is a Director.

### **Board Meetings held during the year:-**

During the year, 6 (Six) Board Meetings were convened and held. The details of which are given below. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

During the year, the Board of your company met 6 (Six) times on 26.05.2017, 12.08.2017, 31.08.2017, 09.11.2017, 04.01.2018 and 14.02.2018.

The intervening period between the Board Meetings were within the maximum time gap prescribed under Companies Act, 2013.

Details of attendance of Directors at various Board Meetings and at an Annual General Meeting held during the Financial Year 2017-18, are as under:

<b>Name of Director</b>	<b>Board meetings held during the period</b>	<b>Board Meetings attended</b>	<b>Whether Attended last AGM</b>
SUNILA SABHARWAL	6	6	Yes
SUSHIL KUMAR	6	6	Yes
SUNEEL KUMAR	6	6	Yes
ANIL KUMAR GUPTA	6	6	N.A

### 3. COMMITTEES OF THE BOARD.

#### (a) AUDIT COMMITTEE

The Audit Committee of the Company consist three Directors out of which two are Non Executive Director of the Company. All the Directors have good knowledge of Finance, Accounts and Company Law. The Chairman of the Committee is Mr. Sushil Kumar.

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

During the year ended on 31<sup>st</sup> March, 2018, the composition of Audit Committee has been as under:

- a) Mr. Sushil Kumar (Chairman)
- b) Mr. Suneel Kumar (Member)
- c) Ms. Sunila Sabharwal (Member)

### Meetings of Audit Committee and their Attendance:

During the financial year 2017-18, Four (4) meeting of Audit Committee was held i.e. 26.05.2017, 12.08.2017, 09.11.2017 and 14.02.2018.

S. No	Name of the Director	Designation	Category	No. of meeting attended
1	Mr. Sushil Kumar	Chairman	Independent Director	4
2	Mr. Suneel Kumar	Member	Independent Director	4
3	Mr. Sunila Sabharwal	Member	Executive Director	4

### Some of the important functions performed by the Committee are:

• The terms of reference stipulated by the Board to the Audit Committee are as contained under Clause of the Listing Agreement and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as follows:

- ❖ Overseeing the Company's financial reporting process and the disclosure of its financial information so as to ensure that the financial statements depict a true and fair view of the Company's affairs.
- ❖ Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- ❖ Reviewing with management the Annual Financial Statements before submission to the board, focusing primarily on:
  - (i) Any changes in accounting policies and practices,
  - (ii) Major accounting entries based on exercise of judgment by Management,
  - (iii) Qualifications in draft Audit Report,
  - (iv) Significant adjustments arising out of Audit,
  - (v) The going concern assumption,
  - (vi) Compliance with Accounting Standards,
  - (vii) Compliance with Stock Exchange and legal requirements concerning financial statements and
  - (viii) Any related party transaction i.e. transactions of the company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large.

- ❖ Reviewing with the Management, External and Internal Auditors, the adequacy of Internal Control Systems.
- ❖ Reviewing the adequacy of Internal Audit Functions.
- ❖ Discussion with Internal Auditors any significant findings and follow up there on.
- ❖ Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of Internal Control Systems of a material nature and reporting the matter to the Board.
- ❖ Discussion with External Auditors before the audit Commences, about the nature and scope of audit as well as the post-audit discussion to ascertain any area of concern.
- ❖ Reviewing the Company's financial and risk management policies. To look into the reasons for substantial defaults in the payment to the creditors.

**(b) . STAKEHOLDERS' RELATIONSHIP COMMITTEE**

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has constitute the "Stakeholders' Relationship Committee".

The terms of reference of the Committee are:

- transfer/transmission of shares/debentures and such other securities as may be issued by the Company from time to time;
- issue of duplicate share certificates for shares/debentures and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates relating to other securities;
- issue and allot right shares / bonus shares pursuant to a Rights Issue / Bonus Issue made by the Company, subject to such approvals as may be required;
- to grant Employee Stock Options pursuant to approved Employees' Stock Option Scheme(s), if any, and to allot shares pursuant to options exercised;
- to issue and allot debentures, bonds and other securities, subject to such approvals as may be required;
- to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
- to authorize the Company Secretary and Head Compliance / other Officers of the Share Department to attend to matters relating to non-receipt of annual reports, notices, non-receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- monitoring expeditious redressal of investors / stakeholders grievances;
- all other matters incidental or related to shares, debenture

The Stakeholders' Relationship Committee of the Board comprises of three Directors as on 31<sup>st</sup> March 2018:-

**COMPOSITION OF STAKEHOLDERS RELATIONSHIP COMMITTEE**

- |                         |            |
|-------------------------|------------|
| a) Mr. Sushil Kumar     | (Member)   |
| b) Mr. Suneel Kumar     | (Chairman) |
| c) Ms. Sunila Sabharwal | (Member)   |



## Meetings during the year

During the Year ended March 31, 2018, Four (4) meetings of the Committee were held on the following dates:- 26.05.2017, 12.08.2017, 09.11.2017 and 14.02.2018

The attendance record of Stakeholders' Relationship Committee is given as follows:-

Sr. No.	Name of the Director	Designation	Category	No. of Meetings Attended
1.	Mr. Sushil Kumar	Member	Independent Director	4
2.	Mr. Suneel Kumar	Chairman	Independent Director	4
3.	Ms. Sunila Sabharwal	Member	Executive Director	4

The details of investor complaints received and resolved during the period April 1, 2017 & March 31, 2018 is as under:

No. of Investor Complaints received from April 1, 2017 to March 31, 2018	No. of Investor Complaints resolved from April 1, 2017 to March 31, 2018	No. of Investor Complaints pending at the end of March 31, 2018
1	0	1

### (c) NOMINATION & REMUNERATION COMMITTEE

In compliance with Section 178 of the Companies Act, 2013, the Board has constituted the "Nomination and Remuneration Committee".

#### Composition

The composition of Nomination and Remuneration Committee of the Board comprises of three Directors as at 31<sup>st</sup> March, 2018:-

- a) Mr. Sushil Kumar (Member)
- b) Mr. Suneel Kumar (Chairman)
- c) Mr. Anil Kumar Gupta (Member)

The Chairman of the Committee is Mr. Suneel Kumar.

During the Year ended March 31, 2018, Four (4) meetings of the Committee were held on the following dates:- 26.05.2017, 12.08.2017, 09.11.2017 and 14.02.2018.

Sr. No.	Name of the Director	Designation	Category	No. of Meetings Attended
1.	Mr. Sushil Kumar	Member	Independent Director	4
2.	Mr. Suneel Kumar	Chairman	Independent Director	4
3.	Mr. Anil Kumar Gupta	Member	Non-Executive Director	4

The terms of reference of the Committee inter alia, include the following:

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and senior management employees and their remuneration;
- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board.

### **REMUNERATION POLICY**

The Company has not paid any remuneration to Directors during the year under review. Sitting fee and other incidental expenses including traveling etc. to Non-Executive Independent Director(s) for attending the Board Meetings are paid as decided by the Board of Directors from time to time.

### **DISCLOSURES:**

- (a) Materially Significant related party transactions

There was no transaction of material nature with any of the related party, which is in conflict with the interest of the company.

- (b) Details of non compliance by the company, penalties, strictures imposed on the company by the Stock Exchange or SEBI or any authority on any matter related to capital markets during last 3 years.

There was no instance of levy of any penalties during the last three years.

### **ANNUAL GENERAL MEETINGS**

Details of Annual General Meeting held in last three years.

<b>Financial Year</b>	<b>Location</b>	<b>Meeting Date &amp; Day</b>	<b>Time</b>	<b>No. of Special Resolutions Passed</b>
<b>2016-17</b>	Resort Motel/Resort, Alipur Main G.T. Road, Near Palla Mod, Delhi-110036	29.09.2017 on Friday	09:00 A.M.	No special resolution was passed
<b>2015-16</b>	Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi	30.09.2016 on Friday	09:15 A.M.	Special Resolution passed.
<b>2014-15</b>	Retreat Motel/Resort ,Alipur , G.T, Karnal Road, Near Palla Mod, Delhi-110036	29.09.2015 on Tuesday	09:30 A.M	No special resolution was passed

## **EXTRAORDINARY GENERAL MEETING**

No Extra-Ordinary General Meeting conducted during the period 2017-18.

## **POSTAL BALLOT**

No resolution was passed through postal ballot pursuant to section 110 of the Companies Act, 2013 read with rule 22 of Companies (Management and Administration) Rules, 2014 for obtaining the consent of the shareholders of the Company during the year 2017-18.

## **MEANS OF COMMUNICATION**

The Company regularly intimates un-audited half yearly as well as audited yearly financial results to the Stock Exchanges immediately, after these were taken on record by the Board in accordance with provisions of the Listing Agreement and also uploaded on the Company's website - [www.alpsmotor.com](http://www.alpsmotor.com)

## **COMPLIANCE WITH ACCOUNTING STANDARDS**

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 2013 read with General Circular 8/2014 dated April 04, 2014, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

## **INTERNAL CONTROLS**

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company has a strong monitoring and reporting process resulting in financial discipline and accountability.

## **CEO & MD / CFO Certification**

The CEO & MD and the CFO have issued certificate pursuant to the Clause of Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

## **CODE OF CONDUCT**

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all employees. The Code has been posted on the Company's website [www.alpsmotor.com](http://www.alpsmotor.com).

## VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has framed a Code of Conduct for Directors and Senior Management. At present, the Company does not have any formal Whistle Blower Policy. The Directors of the Company affirms that no personnel have been denied access to the Audit Committee.

## PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Company Secretary & Head Compliance is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the Code.

## SHAREHOLDERS INFORMATION

### (i) Annual General Meeting

Date : Thursday, 20<sup>th</sup> September, 2018  
Time : 09:00 A.M.  
Venue : Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi- 110081

### (ii) Financial Calendar (tentative)

The Financial year of the company is from April to March. The financial Calendar 2018-2019 (tentative) is as per following:-

30 June, 2018	Within 45 Days of the end of the quarter
September 30, 2018	Within 45 Days of the end of the quarter
December 31, 2018	Within 45 Days of the end of the quarter
March 31, 2019	Within 60 Days of the end of the Financial □

### (iii) Book Closure Period

Monday, 17<sup>th</sup> September, 2018 to Wednesday, 19<sup>th</sup> September, 2018 (Both Days inclusive).

### (iv) Listing

The Equity Shares of the Company are currently listed at the BSE Limited. The listing Fee has been paid to BSE Limited where the Company's shares are listed.

**(v) Stock Symbol/Code**

BSE Limited

**ALPSMOTOR / 538423****(vi) Market Price Data**

The monthly high & low quotations of the Company's Shares traded on the BSE Limited during the Financial Year 2017-2018, along with the performance of Stock, are as under:

Date	Open Price	High Price	Low Price	Close Price	WAP	No.of Shares	No. of Trades	Total Turnover (Rs.)	Deliverable Quantity	% Deli. Qty to Traded Qty
5-Apr-17	17.6	17.6	17.6	17.6	17.59961	512	4	9011	512	100
7-Apr-17	16.75	16.75	16.75	16.75	16.7485	167	3	2797	167	100
11-Apr-17	15.95	15.95	15.95	15.95	15	1	1	15	1	100
17-Apr-17	15.2	15.2	15.2	15.2	15	1	1	15	1	100
21-Apr-17	14.45	14.45	14.45	14.45	14.44857	350	4	5057	350	100
25-Apr-17	13.75	13.75	13.75	13.75	13.6	5	1	68	5	100
3-May-17	13.07	13.07	13.07	13.07	13	1	1	13	1	100
4-May-17	12.42	13.07	12.42	12.42	12.42513	16515	32	205201	16515	100
5-May-17	11.8	11.8	11.8	11.8	11.79982	3317	10	39140	3317	100
8-May-17	11.21	11.21	11.21	11.21	11.21	3200	4	35872	3200	100
10-May-17	10.65	10.65	10.65	10.65	10.65	500	1	5325	500	100
11-May-17	11	11.18	10.12	10.5	10.8307	2534	13	27445	2534	100
15-May-17	11.02	11.02	11.02	11.02	11.01863	322	4	3548	322	100
17-May-17	10.47	10.47	10.47	10.47	10.4	5	1	52	5	100
19-May-17	10.99	10.99	10.99	10.99	10.99	400	2	4396	400	100
22-May-17	10.45	10.45	10.45	10.45	10	1	1	10	1	100
23-May-17	9.93	9.93	9.93	9.93	9.93	1000	1	9930	1000	100
24-May-17	9.44	9.44	9.44	9.44	9.44	1325	4	12508	1325	100
25-May-17	8.97	8.97	8.97	8.97	8.969333	750	3	6727	750	100
26-May-17	8.53	8.53	8.53	8.53	8.52	50	2	426	50	100
1-Jun-17	8.53	8.53	8.53	8.53	8.5296	625	1	5331	625	100
2-Jun-17	8.95	8.95	8.11	8.11	8.42236	805	5	6780	805	100
5-Jun-17	8.51	8.51	7.71	7.71	7.843333	600	2	4706	600	100
6-Jun-17	7.4	7.4	7.4	7.4	7.4	100	1	740	100	100
7-Jun-17	7.4	7.4	7.4	7.4	7.4	10	1	74	10	100
8-Jun-17	7.4	7.4	7.4	7.4	7.399803	1013	4	7496	1013	100
9-Jun-17	7.4	7.4	7.4	7.4	7.4	200	1	1480	200	100
12-Jun-17	7.4	7.4	7.4	7.4	7.4	5	1	37	5	100
13-Jun-17	7.4	7.4	7.4	7.4	7.4	100	1	740	100	100
14-Jun-17	7.4	7.4	7.4	7.4	7	1	1	7	1	100
19-Jun-17	7.7	7.7	7.4	7.4	7.494104	848	18	6355	828	97.64

20-Jun-17	7.51	7.76	7.4	7.76	7.700167	6000	9	46201	5030	83.83
21-Jun-17	8.13	8.13	7.4	8.12	8.052561	2987	11	24053	2987	100
22-Jun-17	8.51	8.51	7.72	8.51	8.177127	2597	10	21236	2504	96.42
23-Jun-17	8.92	8.92	8.09	8.9	8.845455	1100	9	9730	1074	97.64
27-Jun-17	8.92	9.32	8.92	9.32	9.288158	1520	4	14118	1520	100
28-Jun-17	9.32	9.77	9.32	9.77	9.662712	1180	7	11402	1060	89.83
29-Jun-17	9.35	10.25	9.35	10.05	10.02231	1210	6	12127	1210	100
30-Jun-17	10.55	10.55	10.55	10.55	10.54952	1050	5	11077	1050	100
3-Jul-17	11.05	11.05	11.05	11.05	11.04959	1210	4	13370	1210	100
4-Jul-17	11.5	11.5	11.5	11.5	11.49988	4133	9	47529	3933	95.16
5-Jul-17	12.07	12.07	12.06	12.06	12.06222	6509	19	78513	5109	78.49
6-Jul-17	11.7	12.66	11.7	12.66	12.52524	1030	9	12901	1030	100
7-Jul-17	12.45	12.45	12.44	12.44	12.44	1075	8	13373	1075	100
10-Jul-17	12.4	12.4	12.4	12.4	12.4	2000	6	24800	2000	100
11-Jul-17	13.02	13.02	12.5	12.5	12.87358	2025	8	26069	2025	100
12-Jul-17	12.6	12.6	12.48	12.48	12.48009	1331	5	16611	1331	100
13-Jul-17	11.92	13	11.92	13	12.99667	1502	7	19521	1502	100
14-Jul-17	12.4	13.59	12.4	13.05	13.04545	2882	9	37597	2882	100
17-Jul-17	13.24	13.25	13.24	13.24	13.23956	1102	8	14590	1102	100
18-Jul-17	12.62	13.25	12.58	13.24	13.21063	1467	10	19380	1467	100
19-Jul-17	12.62	13.6	12.6	13.6	13.59206	1537	9	20891	1537	100
20-Jul-17	13	13.59	13	13.59	13.57526	1641	4	22277	1641	100
21-Jul-17	12.95	14.26	12.92	14	13.88815	2718	9	37748	2718	100
24-Jul-17	14.1	14.1	14.1	14.1	14.1	3600	7	50760	3600	100
25-Jul-17	14.2	14.2	14.2	14.2	14.2	100	1	1420	100	100
26-Jul-17	14.5	14.55	14.5	14.52	14.52247	3650	9	53007	3650	100
27-Jul-17	14.52	15	14	14.95	14.80895	1900	8	28137	1900	100
28-Jul-17	15.6	15.6	15.6	15.6	15.6	2120	4	33072	2120	100
31-Jul-17	16.3	16.37	16.3	16.32	16.3085	2282	7	37216	2282	100
1-Aug-17	17	17	16.85	16.85	16.89322	2388	4	40341	2388	100
2-Aug-17	16.85	16.85	16.65	16.65	16.74138	58	5	971	58	100
16-Aug-17	16	16	15.85	15.85	15.875	8	3	127	8	100
17-Aug-17	15.85	15.85	15.1	15.1	15.54009	424	5	6589	424	100
18-Aug-17	14.5	14.5	14.5	14.5	14.4	5	2	72	5	100
1-Sep-17	14.5	14.5	14.5	14.5	14.5	70	1	1015	70	100
4-Sep-17	14.5	14.5	14.5	14.5	14.5	50	1	725	50	100
6-Sep-17	14.5	14.5	14.45	14.45	14.49876	403	7	5843	403	100
7-Sep-17	14.45	14.45	14.45	14.45	14.44444	72	1	1040	72	100
15-Sep-17	14.1	14.1	13.99	13.99	14	2	2	28	2	100
19-Sep-17	13.3	13.3	13.3	13.3	13	1	1	13	1	100
22-Sep-17	12.7	12.7	12.7	12.7	12	1	1	12	1	100
25-Sep-17	12.69	13.33	12.69	13.33	12.70338	1153	4	14647	1153	100
27-Sep-17	13.35	13.99	13.2	13.84	13.53827	17677	35	239316	17677	100

28-Sep-17	14	14	13.99	13.99	13.99185	3802	7	53197	3802	100
29-Sep-17	14.66	14.66	14.65	14.65	14.64974	1910	3	27981	1910	100
3-Oct-17	15	15	15	15	15	21	2	315	21	100
4-Oct-17	15.11	15.11	15.11	15.11	15	5	1	75	5	100
10-Oct-17	15.11	15.11	15	15	15.00588	850	3	12755	850	100
12-Oct-17	15.3	15.3	15.3	15.3	15.3	100	10	1530	100	100
13-Oct-17	15.6	15.6	15.6	15.6	15.6	140	5	2184	140	100
16-Oct-17	15.95	15.95	15.95	15.95	15.94783	230	6	3668	230	100
17-Oct-17	15.8	15.8	15.79	15.79	15.79487	117	11	1848	117	100
18-Oct-17	15.79	15.79	15.79	15.79	15.78571	196	9	3094	196	100
23-Oct-17	16.15	16.15	16.14	16.14	16.14496	2373	10	38312	2373	100
26-Oct-17	16	16	16	16	16	15	1	240	15	100
30-Oct-17	15.95	15.95	15.95	15.95	15.95	100	1	1595	100	100
31-Oct-17	15.89	15.89	15.89	15.89	15.89	8000	5	127120	8000	100
1-Nov-17	15.8	15.8	15.8	15.8	15.8	5000	10	79000	5000	100
2-Nov-17	15.8	16.55	15.8	16.55	16.35556	2700	2	44160	2700	100
3-Nov-17	16.4	16.4	16.4	16.4	16.4	510	1	8364	510	100
6-Nov-17	17	17	16.35	16.35	16.4023	4350	11	71350	4350	100
7-Nov-17	16.85	16.85	16.85	16.85	16.85	1100	2	18535	1100	100
8-Nov-17	17.35	17.35	17.35	17.35	17.35	4500	4	78075	4500	100
9-Nov-17	18.1	18.1	17.95	18.1	17.96476	41600	9	747334	41600	100
10-Nov-17	18.7	18.7	18.7	18.7	18.7	3000	2	56100	3000	100
13-Nov-17	18.65	18.65	18.65	18.65	18.65	7500	8	139875	7500	100
14-Nov-17	18	19.5	18	19.5	19.48515	10100	6	196800	10100	100
15-Nov-17	20.1	20.1	20.1	20.1	20.1	3850	4	77385	3850	100
16-Nov-17	19.3	21	19.25	20.75	20.2988	50064	62	1016239	38064	76.03
17-Nov-17	20.9	20.9	19.75	20.05	20.49562	17594	22	360600	16901	96.06
20-Nov-17	20.5	20.5	20.4	20.4	20.48946	12851	6	263310	12851	100
21-Nov-17	20.5	20.5	19.4	19.8	20.13494	2490	12	50136	2490	100
22-Nov-17	19.8	20.25	19.45	20.05	20.0133	7520	15	150500	7520	100
23-Nov-17	20.5	20.5	19.05	19.35	19.40925	14854	78	288305	12854	86.54
24-Nov-17	20.25	20.25	18.4	18.5	18.62686	16546	56	308200	15349	92.77
27-Nov-17	19.2	19.2	17.8	17.9	18.41154	1300	5	23935	1300	100
28-Nov-17	17.25	18.1	17.05	17.05	17.10805	13318	27	227845	13318	100
29-Nov-17	17.15	17.5	17.1	17.5	17.12871	1010	3	17300	1010	100
30-Nov-17	18.3	18.3	17.6	17.6	18.17692	130	4	2363	110	84.62
1-Dec-17	18.05	18.05	17.55	17.95	17.88161	870	9	15557	850	97.7
4-Dec-17	17.35	17.35	17.2	17.2	17.27152	453	6	7824	453	100
5-Dec-17	17.2	17.8	17.2	17.6	17.7537	10004	7	177608	10004	100
6-Dec-17	17.9	17.9	17	17.8	17.83775	7741	11	138082	7741	100
7-Dec-17	18	18	16.35	17.35	17.40004	11349	19	197473	11340	99.92
8-Dec-17	17	19.05	15.85	19.05	17.5081	14074	50	246409	10003	71.07
11-Dec-17	20.1	20.3	18.2	19.85	19.84382	3656	16	72549	3656	100

12-Dec-17	19.1	20.5	18.75	20.5	20.02268	3615	25	72382	2632	72.81
13-Dec-17	19.5	20.7	19.5	20.7	19.8028	5350	7	105945	5350	100
14-Dec-17	19.5	20.75	19.25	20.75	20.03437	7012	9	140481	5500	78.44
15-Dec-17	19	20.9	19	20.7	20.4984	1880	14	38537	1880	100
18-Dec-17	22.55	22.75	21.3	21.3	21.41258	4387	6	93937	4387	100
19-Dec-17	22	22.6	21	22.1	22.10337	3976	16	87883	3975	99.97
20-Dec-17	22.8	22.85	22	22.8	22.80678	7525	13	171621	7525	100
21-Dec-17	23.7	23.7	22.9	23.65	23.48834	80256	135	1885080	15625	19.47
22-Dec-17	22.85	25.95	22.85	24.65	24.42885	50395	37	1231092	12305	24.42
26-Dec-17	24.65	26.85	24.65	25.85	25.98374	7152390	12811	1.86E+08	2899503	40.54
27-Dec-17	26	27.1	26	26.65	26.61613	7485011	14602	1.99E+08	2502316	33.43
28-Dec-17	26.9	27.35	26.9	27	27.05904	5296221	13252	1.43E+08	2017864	38.1
29-Dec-17	27.1	27.9	27.1	27.75	27.50273	5069179	14848	1.39E+08	2030621	40.06
1-Jan-18	27.8	28.8	27.8	27.9	28.17747	9207696	11176	2.59E+08	3394422	36.87
2-Jan-18	28	28.9	28	28.85	28.6514	6778391	9246	1.94E+08	2393738	35.31
3-Jan-18	28.3	28.9	28.3	28.3	28.34512	896681	2434	25416529	727666	81.15
4-Jan-18	27.75	27.75	27.75	27.75	27.75	126766	553	3517756	126766	100
5-Jan-18	27.2	27.2	27.2	27.2	27.19999	68849	437	1872692	68849	100
8-Jan-18	26.7	26.7	26.7	26.7	26.7	228722	348	6106877	228722	100
9-Jan-18	26.2	26.2	26.2	26.2	26.2	37210	251	974902	37210	100
10-Jan-18	25.7	25.7	25.7	25.7	25.69994	13704	97	352192	13704	100
11-Jan-18	25.2	25.2	25.2	25.2	25.19994	10898	60	274629	10898	100
12-Jan-18	24.7	24.7	24.7	24.7	24.69999	10673	78	263623	10673	100
15-Jan-18	24.25	24.25	24.25	24.25	24.24979	3543	38	85917	3543	100
16-Jan-18	23.8	23.8	23.8	23.8	23.79995	7573	51	180237	7573	100
17-Jan-18	23.35	23.35	23.35	23.35	23.34984	5654	49	132020	5654	100
18-Jan-18	22.9	22.9	22.9	22.9	22.89997	5868	36	134377	5868	100
19-Jan-18	22.45	22.45	22.45	22.45	22.45	4700	43	105515	4700	100
22-Jan-18	22.2	22.2	22.2	22.2	22.19987	4703	43	104406	4703	100
23-Jan-18	22.2	22.2	22.2	22.2	22.19992	7508	33	166677	7508	100
24-Jan-18	22.2	22.2	22.2	22.2	22.19995	4261	34	94594	4261	100
25-Jan-18	22.2	22.2	22.2	22.2	22.19973	2959	16	65689	2959	100
29-Jan-18	22.2	22.2	22.2	22.2	22.19966	1182	12	26240	1182	100
30-Jan-18	22.2	22.2	22.2	22.2	22.19835	484	9	10744	484	100
31-Jan-18	22.2	22.2	22.2	22.2	22.19992	2576	16	57187	2576	100
1-Feb-18	21.8	21.8	21.8	21.8	21.79978	2682	23	58467	2682	100
2-Feb-18	21.4	21.4	21.4	21.4	21.3997	1984	18	42457	1984	100
5-Feb-18	21	21	21	21	21	2007	15	42147	2007	100
6-Feb-18	20.6	20.6	20.6	20.6	20.6	815	11	16789	815	100
7-Feb-18	20.2	20.2	20.2	20.2	20.19959	1944	46	39268	1944	100
8-Feb-18	19.8	19.8	19.8	19.8	19.79979	3866	46	76546	3866	100
9-Feb-18	19.45	19.45	19.45	19.45	19.44959	2073	30	40319	2073	100
12-Feb-18	19.1	19.1	19.1	19.1	19.09967	1796	27	34303	1796	100



14-Feb-18	18.75	18.75	18.75	18.75	18.74964	2077	40	38943	2077	100
15-Feb-18	18.4	18.4	18.4	18.4	18.39986	2866	32	52734	2866	100
16-Feb-18	18.05	18.05	18.05	18.05	18.04927	1238	26	22345	1238	100
19-Feb-18	17.8	17.8	17.8	17.8	17.79983	2328	22	41438	2328	100
20-Feb-18	17.8	17.8	17.8	17.8	17.79978	1803	15	32093	1803	100
21-Feb-18	17.8	17.8	17.8	17.8	17.79911	672	15	11961	672	100
22-Feb-18	17.8	17.8	17.8	17.8	17.8	1660	13	29548	1660	100
23-Feb-18	17.8	17.8	17.8	17.8	17.79837	491	5	8739	491	100
26-Feb-18	17.8	17.8	17.8	17.8	17.8	1765	16	31417	1765	100
27-Feb-18	17.8	17.8	17.8	17.8	17.79966	594	15	10573	594	100
28-Feb-18	17.8	17.8	17.8	17.8	17.7963	216	9	3844	216	100
1-Mar-18	17.45	17.45	17.45	17.45	17.44886	352	7	6142	352	100
5-Mar-18	17.15	17.15	17.15	17.15	17.14902	765	15	13119	765	100
6-Mar-18	16.85	16.85	16.85	16.85	16.84988	866	14	14592	866	100
7-Mar-18	16.55	16.55	16.55	16.55	16.54754	305	5	5047	305	100
8-Mar-18	16.25	16.25	16.25	16.25	16.24986	1829	23	29721	1829	100
9-Mar-18	15.95	15.95	15.95	15.95	15.94973	557	14	8884	557	100
12-Mar-18	15.65	15.65	15.65	15.65	15.64956	1461	19	22864	1461	100
13-Mar-18	15.35	15.35	15.35	15.35	15.34956	1253	27	19233	1253	100
14-Mar-18	15.05	15.05	15.05	15.05	15.04985	2407	18	36225	2407	100
15-Mar-18	14.75	14.75	14.75	14.75	14.75	692	15	10207	692	100
16-Mar-18	14.5	14.5	14.5	14.5	14.49962	1327	20	19241	1327	100
19-Mar-18	14.25	14.25	14.25	14.25	14.25	480	8	6840	480	100
20-Mar-18	14	14	14	14	14	1637	20	22918	1637	100
21-Mar-18	13.75	13.75	13.75	13.75	13.74942	862	15	11852	862	100
22-Mar-18	13.5	13.5	13.5	13.5	13.5	2600	12	35100	2600	100
23-Mar-18	13.25	13.25	13.25	13.25	13.25	1532	14	20299	1532	100
26-Mar-18	13	13	13	13	13	1328	18	17264	1328	100
27-Mar-18	12.75	12.75	12.75	12.75	12.7498	1231	14	15695	1231	100
28-Mar-18	12.5	12.5	12.5	12.5	12.5	666	12	8325	666	100

(vii) **Registrar & Transfer Agent**

The Company has authorized RTA to deal with the all the correspondence in relation to the Dematerialisation/Rematerialisation/ Transfer of Equity Shares of the Company and the matters related therewith may directly be addressed at the address given below

**M/s MCS Share Transfer Agent Ltd** is the Registrar and Share Transfer Agent in the Company for both Physical and dematerialised form. The Company has authorized to deal with the all the correspondence in relation to the Dematerialisation/Rematerialisation/ Transfer of Equity Shares of the Company and the matters related therewith may directly be addressed at the address given below:

**M/s. MCS Share Transfer Agent Ltd**

F-65, 1st Floor,

Okhla Industrial Area, Phase-I,

New Delhi -1100 20.

Ph:- 011-4140 6149 (Hunting)

Fax:- 011-4170 9881

Email :- helpdeskdelhi@mcsregistrars.com

**(viii) Share Transfer System**

The Company's Share being in compulsory Dematerialised form, are traded through the depository System. However, Shares in the physical form are processed by the Registrar & Share Transfer Agent (RTA), **M/s MCS Share Transfer Agent Ltd, F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi -1100 20.** All requests received by the Company/RTA for Dematerialisation/Re-materialisation/Transfer are disposed off expeditiously. The Share Transfer process is reviewed by the Shareholders' /Investors' Grievance Committee.

**(ix) Shareholding Pattern as on March 31, 2018**

Category	No. of Shares held	Percentage of Shareholding (%)
Promoter and Promoter Group	29,84,000	2.94
Public	9,85,78,800	97.06
<b>Total</b>	<b>10,15,62,800</b>	<b>100</b>

**(x) Dematerialization of Shares and Liquidity**

The Company's Equity Shares are in compulsory dematerialized segment and are available for trading on the Stock Exchange in National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

As on 31<sup>st</sup> March, 2018, a total of 9,31,57,100 equity shares aggregating to 95.16% of the total issued, subscribed and paid-up equity share capital of the Company were in dematerialized form.

The equity Share of the Company are regularly traded on the BSE Limited.

**(xii) Outstanding GDRs/ADRs/Warrants/Convertible Instruments, Conversion date and likely impact on Equity**

There is no outstanding GDRs/ADRs/Warrants/Convertible Instruments as on the date.

**(xiii) The ISIN No. of the Company is INE729P01022 (with NSDL and CDSL)**

**(xiv) Code of Conduct**

The Company has in place a Code of Conduct applicable to the Board Members as well as the Senior Management. All the Board Members and the Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct as on March 31, 2017. A declaration to this effect, duly signed by Director is annexed and forms part of this report.

**(xv) Address for Correspondence**

The Shareholders may send their communication grievances/queries to the Registrar & Share Transfer Agent at their address mentioned above or to the Company at:

**Regd. Office:** 49 Gujrawala Town, Part II New Delhi-110009.

Email ID: [www.alpsmotor.in](http://www.alpsmotor.in)

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE  
ANNUAL GENERAL MEETING  
(Pursuant to Regulation 15 of SEBI(LODR) Regulations, 2015**

There is no change in the Composition of Board of Directors of the company.

**By Order of the Board of Directors  
ALPS MOTOR FINANCE LIMITED**

**Place: New Delhi  
Date: 21/08/2018**

**Sd/-  
Sunila Sabharwal  
Director  
DIN: 02340208**

**Sd-  
Sushil Kumar  
Director  
DIN: 07100214**

**ANNUAL DECLARATION BY DIRECTOR**

I, **Sunila Sabharwal**, Executive Director of **Alps Motor Finance Limited** hereby declare that all the Directors and the designated employees in the senior management of the Company have affirmed compliance with their respective codes for the Financial Year ended March 31, 2018.

**Place: New Delhi**  
**Date: 21/08/2018**

**For Alps Motor Finance Limited**  
**Sd/-**  
**Sunila Sabharwal**  
**Director**  
**DIN: 02340208**

**COMPLIANCE CERTIFICATE UNDER REGULATION 17(8) Under SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

I, Sunila Sabharwal, Whole Time Director of the company certify that:

I have reviewed the Financial Statements and the Cash Flow Statement of **Alps Motor Finance Limited** for the year ended March 31, 2018 and to the best of our knowledge and belief:

- (a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take for rectifying these deficiencies.
- (d) I have indicated to the Auditors and the Audit Committee:
  - (i) significant changes in internal control over financial reporting during the year;
  - (ii) significant changes in accounting policies made during the year and the same have been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Place: New Delhi**  
**Date: 21/08/2018**

**For Alps Motor Finance Limited**  
**Sd/-**  
**Sunila Sabharwal**  
**Whole-time Director**  
**DIN: 02340208**

## AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

### **The Members of Alps Motor Finance Limited**

We have received the implementation of Corporate Governance produced by ALPS MOTOR FINANCE LIMITED, during the year ended 31<sup>st</sup> March, 2018 with the relevant records and documents maintained by the Company furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

Compliance with the condition of Corporate Governance is the responsibility of the management. Our examination was limited to the procedure and implementation thereof, adopted by the Company for ensuring compliances with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanation given to us and the representations made by the Directors and the Management, my opinion that the Company has complied with the conditions mentioned in the relevant provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as referred to in Regulations 15(2) of Listing Regulations for the period 1<sup>st</sup> April, 2017 to 31<sup>st</sup> March, 2018, However Company has not appointed Company Secretary and CFO during the financial year..

We have to state that based on the report given by the Registrar of the Company to the Share Transfer and Shareholder/Investor Grievance Committee, there were no investor Complaints pending for action to be taken by the Company for a period of a month.

We further state that such compliance is neither an assurance as to the further viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**FOR MANOJ RAJ & ASSOCIATES  
CHARTERED ACCOUNTANTS**

**SD/-**

**(Manoj Kumar)**

**Proprietor**

**M No.: 095531**

**FRN: 017373N**

**Date : 26.05.2018**

**Place: Delhi**

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### ❖ INDUSTRY STRUCTURE AND DEVELOPMENT:

Changing economic and business conditions and rapid technological innovation are creating an increasingly competitive market environment that is driving corporations to transform their operations. Consumers of products and services are increasingly demanding accelerated delivery times and lower prices. Companies are focusing on their core competencies. The role of technology has evolved from supporting corporations to transforming their business.

The Company continued to make progress in the high growth pick up market. New product offerings addressing gaps in the portfolio combined with finance schemes facilitated increased penetration in the pickup segment.

### ❖ BUSINESS OVERVIEW

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI). Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for the various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present our state of affairs, profits and cash flows for the year.

### ❖ SWOT

Our strength is our determination and team work, weakness is the low equity base, opportunities are multiples and threats are the vibrations in the economy and government policies.

The financial highlights are as under: -

(Amount in Rs)

<b>Sales for the year 2017-2018</b>	653071395
<b>Provision for taxation</b>	122555
<b>Profit after tax</b>	353827
<b>Paid up equity share capital as on 31<sup>st</sup> March 2018</b>	101562800

### ❖ INTERNAL CONTROL

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective.

❖ **STRENGTHS**

The Company is work out its future working strategy. The management will strengthen its working force to keep pace with the market condition as and when it plans to start activities at certain level.

❖ **THREATS**

The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk.

❖ **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE.**

The financials of the Company has prepared by ensuring the objectivity, credibility, and correctness through proper financial reporting and disclosure processes, internal control, risk management policies and processes, tax policies, compliance and legal requirements and associated matters.

❖ **RISKS AND CONCERNS**

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavour is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts.

❖ **HUMAN RESOURCES POLICIES**

Management relations with the employees remain cordial. The company human resources philosophy is to establish and build a strong performance and competency drive with greater sense of accountability and responsibility.

❖ **CAUTIONARY STATEMENT**

Statement in this Management's Discussion and Analysis detailing the Company's objectives, projections, estimates, estimates, expectations or predictions are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, feedstock availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which the Company conducts business and other factors such as litigation and labour negotiations.

Place: New Delhi  
Date: 21/08/2018

**For Alps Motor Finance Limited**  
Sd/-  
**Sunila Sabharwal**  
Whole-time Director  
DIN: 02340208



## INDEPENDENT AUDITOR'S REPORT

**To**  
**The Members**  
**M/s ALPS MOTOR FINANCE LIMITED**

### **Report on the Ind AS Financial Statements**

We have audited the accompanying Ind AS financial statements of M/s ALPS MOTOR FINANCE LIMITED (CIN: L65923DL1987PLC027305) ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's

Directors, as well as evaluating the overall presentation of the Ind AS financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

## **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

## **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Act;
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

**For M/s Manoj Raj & Associates**

**Chartered Accountants**

**Sd/-**

**(Manoj Kumar)**

**Proprietor**

**M No.: 095531**

**FRN: 017373N**

**Date: 26-05-2018**

**Place: Delhi**

## M/S ALPS MOTOR FINANCE LIMITED

### “Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2018:

- 1)
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
  - (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
  - (c) The title deeds of immovable properties are held in the name of the company.
- 2)
  - (a) The management has conducted the physical verification of inventory at reasonable intervals.
  - (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7)
  - (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2018 for a period of more than six months from the date on when they become payable.

- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) In our opinion and according to the information and explanations given to us, The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, No managerial remuneration is payable in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions, if any with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made preferential allotment during the year under review.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For M/s Manoj Raj & Associates**

**Chartered Accountants**

**Sd/-**

**(Manoj Kumar)**

**Proprietor**

**M No.: 095531**

**FRN: 017373N**

**Date: 26-05-2018**

**Place: Delhi**

## **M/S ALPS MOTOR FINANCE LIMITED**

### **“Annexure B” to the Independent Auditors’ Report**

#### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **M/S ALPS MOTOR FINANCE LIMITED** (“the Company”) as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding

prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For M/s Manoj Raj & Associates**

**Chartered Accountants**

**Sd/-**

**(Manoj Kumar)**

**Proprietor**

**M No.: 095531**

**FRN: 017373N**

**Date: 26-05-2018**

**Place: Delhi**

**Name of the Company: Alps Motor Finance Limited (CIN: L65923DL1987PLC027305)**  
**Reg Office: 49 Gujrawala Town, Part II, New Delhi-110009**  
**Balance Sheet as at 31st March 2018**

(Amount in Rupees)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	2	3	4	
<b>(1) ASSETS</b>				
<b>Non-current assets</b>				
(a) Property, Plant and Equipment	6	45,779	62,639	87,614
(b) Capital work-in-progress				
(c) Goodwill				
(d) Financial Assets				
(i) Investments	7	10,560,000	35,560,000	35,560,000
(ii) Trade receivables				
(iii) Loans & Advances	8	40,000,001	44,972,942	46,972,942
(e) Deferred tax assets (net)	9	18,171	17,484	14,890
(f) Other non-current assets	10	316,461	684,731	1,104,819
<b>(2) Current assets</b>				
(a) Inventories		33,653,238		
(b) Financial Assets				
(i) Investments				
(ii) Trade receivables	11	306,081	2,142,498	2,135,791
(iii) Cash and cash equivalents	12	1,394,763	446,058	263,314
(v) Loans & Advances	8	210,323,434	114,115,825	59,887,321
(c) Current Tax Assets (Net)				
(d) Other current assets	10	1,605,552	1,191,340	851,419
<b>Total Assets</b>		<b>298,223,480</b>	<b>199,193,517</b>	<b>146,878,110</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share capital		101,562,800	101,562,800	100,463,700
(b) Other Equity		52,675,416	52,321,589	2,467,244
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	15	24,981,348	16,547,944	16,381,900
(ii) Trade payables				
(b) Deferred tax liabilities (Net)				
(c) Other non-current liabilities				
<b>Current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	15	112,351,400	20,950,000	20,400,000

(ii) Trade payables	16	-	-	-
(b) Other current liabilities	17	6,350,114	7,472,355	6,775,802
(d) Tax Liabilities (Net)	18	302,402	338,829	389,464
<b>Total Equity and Liabilities</b>		<b>298,223,480</b>	<b>199,193,517</b>	<b>146,878,110</b>

**See accompanying notes to the financial statements**

01-27

Notes referred to above and notes attached there to form an integral part of Balance Sheet As per our report of even date attached.

**For Manoj Raj & Associates**  
**Chartered Accountants**  
**FRN: 017373N**

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**Alps Motor Finance Limited**

Sd/-  
**CA. Manoj Kumar**  
**(Prop.)**  
**M. No. 095531**

Sd/-	Sd/-
<b>SUSHIL KUMAR</b>	<b>SUNILA SABHARWAL</b>
<b>Director</b>	<b>Director</b>
<b>DIN: 07100214</b>	<b>DIN: 02340208</b>

**Date: 26th May 2018**

**Place: New Delhi**



Name of the Company: Alps Motor Finance Limited (CIN: L65923DL1987PLC027305)

Reg Office: 49 Gujrawala Town, Part II, New Delhi-110009

Statement of Profit and Loss for the period ended 31st March 2018

(Amount in Rupees)

	Particulars	Note No.	Year ended 31.03.2018	Year ended 31.03.2017
I	Revenue From Operations	19	647,228,777	11,068,314
II	Other Income	20	5,842,618	
III	<b>Total Income (I+II)</b>		<b>653,071,395</b>	<b>11,068,314</b>
IV	<b>EXPENSES</b>			
	Cost of materials consumed	21	681297697	-
	Purchases of Stock-in-Trade		1025111	5,691,641
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	22	(33,653,238)	
	Employee benefits expense	23	2,421,075	1,431,165
	Finance costs	24	5,127	2,903
	Depreciation and amortization expense	25	16,859	24,976
	Other expenses	26	1,482,380	3,346,217
	<b>Total expenses (IV)</b>		<b>652,595,013</b>	<b>10,496,901</b>
V	Profit/(loss) before exceptional items and tax (I- IV)		476,382	571,413
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		476,382	571,413
VIII	Tax expense: (1) Current tax (2) Deferred tax (3) Income tax Adjustment (4) Deferred tax Adjustment		123,242 (687) - -	179,160 (2,594) 2 -
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		353,827	394,845
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		353,827	394,845
XIV	Other Comprehensive Income		-	-

	A (i) Items that will not be reclassified to profit or loss (ii) Income tax relating to items that will not be reclassified to profit or loss B (i) Items that will be reclassified to profit or loss (ii) Income tax relating to items that will be reclassified to profit or loss Total Other Comprehensive Income		-	-
	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period		353,827	394,845
	Earnings per equity share (Face Value of Rs. 1/- each)	27		
	(1) Basic		0.003	0.004
	(2) Diluted		0.003	0.004
<p><b>See accompanying notes to the financial statements</b> 01-27</p> <p>Notes referred to above and notes attached there to form an integral part of Balance Sheet As per our report of even date attached.</p> <p><b>For Manoj Raj &amp; Associates</b> Chartered Accountants FRN: 017373N</p> <p><b>ON BEHALF OF THE BOARD OF DIRECTORS</b> <b>ALPS MOTOR FINANCE LIMITED</b></p> <p>Sd/- CA. Manoj Kumar (Prop.) M. No. 095531</p> <p>Sd/- SUSHIL KUMAR Director DIN: 07100214</p> <p>Sd/- SUNILA SABHARWAL Director DIN: 02340208</p> <p>Date: 26th May 2018 Place: New Delhi</p>				

Name of the Company: Alps Motor Finance Limited (CIN: L65923DL1987PLC027305)

Reg Office: 49 Gujrawala Town, Part II, New Delhi-110009

Cash Flow Statement for the year ended 31st, March 2018

	Amounts Rs.	Amounts Rs.
Particulars	Year ended 31.03.2018	Year ended 31.03.2017
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</b>		
1. Net profit before tax	476,382	571,413
2. <b>Adjustment for:</b>		
Add: Depreciation & Amortisation Expenses	16,859	24,976
Add: Amortization Expenses / Written off	368,270	535,988
<b>Operating Profit before Working capital changes</b>	<b>861,512</b>	<b>1,132,376</b>
<b>3. Working Capital Changes:</b>		
Decrease (Increase) in Trade & Other Receivables	1,836,417	(6,707)
Increase (Decrease) in Trade & Other Payables	-	-
Decrease (Increase) in Other Current Assets	(414,212)	(339,921)
Decrease (Increase) in Inventories	(33,653,238)	-
Increase (Decrease) in Current Liabilities & Provisions	(1,122,241)	696,553
Increase (Decrease) in Other Liabilities	-	-
<b>Net Changes in Working Capital</b>	<b>(33,353,274)</b>	<b>349,925</b>
<b>Cash Generated from Operations</b>	<b>(32,491,762)</b>	<b>1,482,301</b>
<b>Adjustment of Taxes</b>	159,669	229,797
<b>Net Cash Flow from Operating Activities (A)</b>	<b>(32,651,431)</b>	<b>1,252,504</b>
<b>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</b>		
<b>Non Current Financial Assets</b>		
(Increase) Decrease in Loans & Advances	4,972,941	2,000,000
<b>Current Financial Assets</b>		
(Increase) Decrease in Loans & Advances	(96,207,609)	(54,228,504)
(Increase) Decrease in Non Current Investment	25,000,000	-
(Increase) Decrease in Non Current Assets	-	-
<b>Net Cash Flow from Investing Activities (B)</b>	<b>(66,234,668)</b>	<b>(52,228,504)</b>
<b>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Issue of share capital and Proceeds from Share Application Money	-	50,558,600
<b>Non Current Financial Assets</b>		
Increase / (Decrease) in Borrowings	8,433,404	166,044
<b>Current Financial Assets</b>		

Increase / (Decrease) in Borrowings	91,401,400	550,000
Increase in Preliminary Expenses	-	(115,900)
<b>Net Cash Flow from Financing Activities (C)</b>	<b>99,834,804</b>	<b>51,158,744</b>
<b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents ( A-B+C )</b>	<b>948,705</b>	<b>182,744</b>
Cash and cash equivalents at the beginning of the year / Period	446,058	263,314
Cash and cash equivalents at the end of the year/ Period	1,394,763	446,058

**\* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard**

As per our report of even date attached.

**For Manoj Raj & Associates**  
**Chartered Accountants**  
**FRN: 017373N**

**Sd/-**  
**CA. Manoj Kumar**  
**(Prop.)**  
**M. No. 095531**

**Date: 26th May 2018**  
**Place: New Delhi**

**ON BEHALF OF THE BOARD OF**  
**DIRECTORS**  
**ALPS MOTOR FINANCE LIMITED**

<b>Sd/-</b>	<b>Sd/-</b>
<b>SUSHIL KUMAR</b>	<b>SUNILA</b>
<b>Director</b>	<b>Director</b>
<b>DIN: 07100214</b>	<b>DIN: 02340208</b>

Name of the Company: Alps Motor Finance Limited (CIN: L65923DL1987PLCo27305)

Reg Office: 49 Gujrawala Town, Part II, New Delhi-110009

Statement of Changes in Equity for the period ended 31st March 2018

(Amount in Rupees)

**A. Equity Share Capital**

Balance as at 01.04.2016	Changes in equity share capital during the year	Balance as at 31.03.2017	Changes in equity share capital during the year	Balance as at 31.03.2018
100,463,700.00	1,099,100.00	101,562,800.00	-	101,562,800.00

**B. Other Equity**

	Reserves and Surplus				Total
	Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)	Retained Earnings	
Balance as at 01.04.2016	-	-		2,467,244	2,467,244
Profit / (Loss) for the year	-			394,845	394,845
Addition during the year	-	49,459,500.00			49,459,500
Balance as at 31.03.2017	-	49,459,500	-	2,862,089	52,321,589
Profit / (Loss) for the year	-	-		353,827	353,827
Other Comprehensive Income for the year	-	-			-
Balance as at 31.03.2018	-	49,459,500.00	-	3,215,916	52,675,416

Name of the Company: Alps Motor Finance Limited (CIN: L65923DL1987PLC027305)

Reg Office: 49 Gujrawala Town, Part II, New Delhi-110009

Notes to the Financial Statement the year ended March 31, 2018

(Amount in Rupees)

**Note : 6**

**Property, plant and equipment**

			As at 31.03.2018	As at 31.03.2017
Computer			1,788	1,794
Furniture & Fixture			43,991	60,844
Office Equipment			-	-
<b>Total</b>			<b>45,779</b>	<b>62,639</b>

	Computer	Furniture & Fixture	Office Equipment	Total
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Balance as at 1.04.2017	35,750	250,450	57,125	343,325
Additions	-	-	-	-
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2017	35,750	250,450	57,125	343,325
Accumulated depreciation				
Balance as at 1.04.2017	33,956	189,606	57,125	280,686
Additions	6	16,853	-	16,859
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2017	33,962	206,459	57,125	297,542
Carrying amounts as at 31.03.2017	1,788	43,991	-	45,783

	Computer	Furniture & Fixture	Office Equipment	Total
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Balance as at 1.04.2016	35,750	250,450	57,125	343,325
Additions	-	-	-	-

<b>Disposals/Adjustments</b>	-	-	-	-
<b>Balance as at 31.03.2016</b>	35,750	250,450	57,125	343,325
<b>Accumulated depreciation</b>				
<b>Balance as at 1.04.2016</b>	32,289	166,296	57,125	255,711
<b>Additions</b>	1,666	23,309	-	24,976
<b>Disposals/Adjustments</b>				-
<b>Balance as at 31.03.2016</b>	33,956	189,606	57,125	280,686
<b>Carrying amounts as at 31.03.2016</b>	1,794	60,844	-	62,639

Name of the Company: Alps Motor Finance Limited (CIN:

L65923DL1987PLC027305)

Reg Office: 49 Gujrawala Town, Part II, New Delhi-110009

Notes to the Financial Statement the year ended March 31, 2018

**Note : 7 Investment**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	<b>Non Current</b>			
1	Investment in Equity Instrument	10,560,000	35,560,000	35,560,000
2	Other Investment: Other Investment (Long Term)	-	-	-
	<b>Total</b>	<b>10,560,000</b>	<b>35,560,000</b>	<b>35,560,000</b>

**Note : 8 Loan and Advances**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	<b>Non Current</b>			
1	Loan & Advances - Unsecured, considered good	40,000,001	44,972,942	46,972,942
	<b>Total</b>	<b>40,000,001</b>	<b>44,972,942</b>	<b>46,972,942</b>
-	<b>Current</b>			
1	Loan & Advances - Unsecured, considered good	210,323,434	114,115,825	59,887,321
	<b>Total</b>	<b>210,323,434</b>	<b>114,115,825</b>	<b>59,887,321</b>

**Note : 9 Deferred Tax Assets (Net)**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Deferred Tax Assets	18,171	17,484	14,890
	<b>Total</b>	<b>18,171</b>	<b>17,484</b>	<b>14,890</b>



**Note : 10 Other assets**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	<b>Non Current</b>			
1	Misc. Expenditure (Public Issue Expenses)	316,461	684,731	1,104,819
	<b>Total</b>	<b>316,461</b>	<b>684,731</b>	<b>1,104,819</b>
-	<b>Current</b>			
1	TDS Receivable	1,605,552	1,191,340	851,419
	<b>Total</b>	<b>1,605,552</b>	<b>1,191,340</b>	<b>851,419</b>

**Note : 11 Trade Receivable**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	<b>Current</b>			
1	<b>Outstanding for more than six months</b> Unsecured, Considered Good :	306,081	2,142,498	2,135,791
	<b>Total</b>	<b>306,081</b>	<b>2,142,498</b>	<b>2,135,791</b>

**Note : 12 Cash & Cash Equivalent**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	<u>Cash-in-Hand</u> Cash Balance	767,001	55,049	99,217
	Sub Total (A)	767,001	55,049	99,217
2	<u>Bank Balance</u> Bank Balance (With Schedule Bank)	627,762	391,009	164,097
	Sub Total (B)	627,762	391,009	164,097
	<b>Total [ A + B ]</b>	<b>1,394,763</b>	<b>446,058</b>	<b>263,314</b>

**Note : 13 Share Capital**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	- <b>AUTHORIZED CAPITAL</b> 103,000,000 Equity Shares Of Re. 1.00 each	103,000,000	103,000,000	100,500,000
2	<b>ISSUED</b> 101,562,800 Equity Shares Of Re. 1.00 each	101,562,800	101,562,800	100,463,700
3	<b>SUBSCRIBED &amp; PAID UP CAPITAL</b> 101,562,800 Equity Shares Of Re. 1.00 each	101,562,800	101,562,800	100,463,700
	<b>Total</b>	101,562,800	101,562,800	100,463,700

Sr. No	Reconciliation of Number of Shares:	As at 31.03.2018	As at 31.03.2017
	Particulars	Number	Number
1	Shares outstanding at the beginning of the year	101,562,800	100,463,700
2	Shares Issued during the year (Preferential Allotment)	-	1,099,100
3	Shares bought back during the year	-	-
4	Shares outstanding at the end of year	101,562,800	101,562,800
-	<b>Total</b>	101,562,800	101,562,800

**Details of  
Shareholders  
holding  
more than 5%  
Shares**

	Particulars	As at 31.03.2018	
	Name of Shareholders	No. of Shares held	% of Holding
1	Rupesh Jha	7,054,645	6.95%

**Note : 14 Other Equity**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	<b>Securities Premium</b>			
	Opening Balance	49,459,500.00	-	-
	Add: Security Premium Received	-	49,459,500.00	-
	-	49,459,500.00	49,459,500.00	-
	less: Bonus Shares issued	-	-	-
	Sub Total (A)	49,459,500	49,459,500	-
2	<b>Surplus (Profit &amp; Loss Account)</b>			
	Op. Balance of Profits & Loss A/C	2,862,089	2,467,244	2,121,495
	Current Year Profit & Loss A/C	353,827	394,845	345,749
	Sub Total (B)	3,215,916	2,862,089	2,467,244
	<b>Total [ A + B ]</b>	<b>52,675,416</b>	<b>52,321,589</b>	<b>2,467,244</b>

**Note : 15 Borrowing**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	<b>Non Current</b>			
1	Borrowing from Corporate Bodies	24,981,348	16,547,944	16,381,900
	<b>Total</b>	<b>24,981,348</b>	<b>16,547,944</b>	<b>16,381,900</b>
-	<b>Current</b>			
1	Borrowing from Corporate Bodies	112,351,400	20,950,000	20,400,000
	<b>Total</b>	<b>112,351,400</b>	<b>20,950,000</b>	<b>20,400,000</b>

**Note : 16 Trade Payable**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	<b>Current</b> Trade Payable	-	-	-
	<b>Total</b>	-	-	-

**Note : 17 Other Current Liabilities**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Audit Fees Payable	22,500	48,500	51,000
2	Expenses Payable	24,586	2,844,827	2,240,354
3	Salary Payable	114,571	1,984,571	1,180,771
4	Other Payable	6,188,457	2,594,457	3,303,677
	<b>Total</b>	<b>6,350,114</b>	<b>7,472,355</b>	<b>6,775,802</b>

**Note : 18 Current Tax Liabilities**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Provision For Income Tax	302,402	338,829	389,464
	<b>Total</b>	<b>302,402</b>	<b>338,829</b>	<b>389,464</b>

**Note : 19 Revenue from Operations**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
1	Income From Operations	647,228,777	11,068,314
	<b>Total</b>	<b>647,228,777</b>	<b>11,068,314</b>

**Note : 20 Other Income**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
1	Other Income	5,842,618	-
	<b>Total</b>	<b>5,842,618</b>	<b>-</b>

**Note : 21 Cost of Material Consumed**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
1	Material Consumed	680,795,908	-
2	Direct Expenses	501,790	-
	<b>Total</b>	<b>681297697</b>	<b>-</b>

**Note : 22 Change in Inventories**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
1	Opening Stock	-	-
2	Closing Stock	33,653,238	-
	<b>Total</b>	<b>-33653238</b>	<b>-</b>

**Note : 23 Employment Benefit Expenses**

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
1	Salaries & Wages	1,750,000	1,035,000
2	Director Remuneration	600,000	-
3	Staff & Labour Welfare Expenses	71,075	396,165
	<b>Total</b>	<b>2,421,075</b>	<b>1,431,165</b>

Note :24 Financial Cost

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
1	Bank Interest	5,127	2,903
	<b>Total</b>	<b>5,127</b>	<b>2,903</b>

Note : 25 Depreciation & Amortised Cost

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
1	Depreciation	16,859	24,976
	<b>Total</b>	<b>16,859</b>	<b>24,976</b>

Note : 26 Other Expenses

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
1	<b><u>Administrative Expenses:</u></b>		
	Audit Fees	22,500	22,500
	Advertising Expenses	69,619	109,351
	Book Keeping Charges	-	20,708
	Coneyanace exp	-	150,200
	Listing Fee	287,500	229,000
	Annual fee to bse	-	28,625
	Misc. Exp.	183,406	51,060
	Legal and Professional Charges	70,050	131,072
	Business Promotion Expenses	-	26,781
	Repair & Maintanance	3,500	7,000
	Filling Fee	75,589	6,532
	Printing & Stationary Expenses	-	70,340
	Telephone Expenses	35,025	4,512
	Travelling Expenses	46,687	130,340
	General Exp	-	814,385
	Web Charges	30,974	4,000
	Office Expenses	53,610	900,773
	Expenses W/o	368,270	535,988
	Custodian Fee	127,650	103,050
	Accounting Charges	108,000	-

		Total	1,482,380	3,346,217
Note : 27 Earning per Shares				
Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	
1	Net profit after tax available for Equity Shareholders (Rs.) (A)	353,827	394,845	
2	Weighted Avg. Number Equity Shares outstanding (Nos.) (B)	101,562,800	101,562,800	
3	Dilutive potential Equity Shares (Nos.)	-	-	
4	Dilutive shares outstanding (Nos.) (C)	101,562,800	101,562,800	
5	Nominal value per Equity Shares (Rs./ Share)	1	1	
6	Basic Earnings per share (Rs./ Share) (A) / (B)	0.003	0.004	
7	Diluted Earnings per share (Rs./ Share) (A) / (C)	0.003	0.004	
<p>Notes referred to above and notes attached there to form an integral part of Balance Sheet As per our report of even date attached.</p> <p><b>For Manoj Raj &amp; Associates</b></p> <p><b>Chartered Accountants</b> FRN: 017373N</p> <p><b>Sd/-</b> CA. Manoj Kumar (Prop.) M. No. 095531</p> <p><b>Date: 26th May 2018</b> <b>Place: New Delhi</b></p>				
<p><b>ON BEHALF OF THE BOARD OF DIRECTORS</b> <b>ALPS MOTOR FINANCE LIMITED</b></p> <p><b>Sd/-</b>                      <b>Sd/-</b>                      <b>Sd/-</b> <b>SUSHIL KUMAR</b>        <b>SUNILA SABHARWAL</b> <b>Director</b>                      <b>Director</b> <b>DIN:</b> <b>DIN: 07100214</b>              <b>02340208</b></p>				

Name of the Company: Alps Motor Finance Limited (CIN:  
L65923DL1987PLC027305)  
Reg Office: 49 Gujrawala Town, Part II, New Delhi-  
110009

**Fixed Assets & Depreciation Schedule**

AS PER  
INCOME TAX  
ACT ACT

		OP.BAL.	ADDITION				DEPRECIATION	NET BLOCK
PARTICULARS	RATE	Value as on 01.04.2017	MORE THAN 180 DAYS	LESS THAN 180 DAYS	DELETION	BALANCE	FOR THE YEAR	Value as on 31.03.2018
Computer	60%	366	-	-	-	366	220	146
Furniture & Fixture	10%	141,996	-	-	-	141,996	14,200	127,796
Office Equipment	15%	1,442	-	-	-	1,442	216	1,226
		-	-	-	-	-	-	-
<b>TOTAL</b>		143,804	-	-	-	143,804	14,636	129,169



**Form No. MGT-11**

**Proxy form**

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No / Client ID	DP ID
Name:	E-mail Id:	
Address:		
Signature , or failing him		

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31<sup>st</sup> Annual General Meeting of the company, to be held on **Thursday, the 20<sup>th</sup> day of September, 2018 at 09:00 a.m. at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevera More, Rohtak Road, Delhi-110081** and at any adjournment thereof in respect of such resolutions as are indicated below:

SI. No.	Resolution(S)	VOTE	
		For	Against
1	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 <sup>st</sup> March, 2018		
2	To Appoint a Director in place of Mr. Anil Kumar Gupta, who retires by rotation and being eligible offer himself for re-appointment.		
3	To the re-appointment M/s. G.P. Keshri & Associates as the Statutory Auditor of the company & fixing their remuneration.		
4	To Ratify the Utilization of Funds raised through Preferential Issue.		

\* Applicable for investors holding shares in Electronic Form

\* Signed this \_\_\_ day of \_\_\_ 2018

Signature of the shareholder

Revenue Stamps

Signature of Shareholder Signature of Proxy holder

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company.

**ELECTRONIC VOTING PARTICULARS**

EVEN Remote E-Voting Event Number	USER ID	PASSWORD

Notes: 1) Each equity share of the Company carries one vote.

2) Please read carefully the instructions printed overleaf before exercising the vote.



Regd. Office : 49, Gujrawala Town,  
Part II, New Delhi - 110009  
Phone No. 011-65912026  
Email Id : [alpsmotorfinance@yahoo.in](mailto:alpsmotorfinance@yahoo.in)  
Web : <http://www.alpsmotor.com>  
CIN No. L65923DL1987PLC027305

**ATTENDANCE SLIP**  
**(To be handed over at the entrance of the meeting hall)**

**31<sup>st</sup> Annual General Meeting will be held on Thursday, the 20<sup>th</sup> day of September, 2018 at 09:00 A.M. at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi-110081.**

Full name of the members attending \_\_\_\_\_  
(In block capitals)

Ledger Folio No./Client ID No. \_\_\_\_\_

No. of shares held: \_\_\_\_\_

Name of Proxy \_\_\_\_\_  
(To be filled in, if the proxy attends instead of the member)

**I hereby record my presence at the 31<sup>st</sup> Annual General Meeting on Thursday, 20<sup>th</sup> day of September, 2018 at 09:00 a.m. at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi-110081.**

(Member's /Proxy's Signature)

**Note:**

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) A Proxy need not be a member of the Company.
- 3) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 4) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

## Route Map for Annual General Meeting

