

**Quarterly Compliance Report on Corporate Governance**

1. Name of Listed Entity: AMD Industries Limited
2. Quarter ending: 30.09.2018

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-executive/ Independent / Nominee)	Date of Appointment in the current term/ Cessation	Tenure	No of Directorship in Listed entities including this listed entity (Refer Regulation 25 (1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 25 (1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 25 (1) of Listing Regulations)
Mr.	Adit Gupta	AGZPG3933F, 00238784	Executive Director	14.11.05	NA	ONE	TWO	NIL
Mr.	Ashok Gupta	AADPG4122G, 00031630	Chairman & Executive Director	17.12.83	NA	ONE	NIL	NIL
Mr.	Mahipal	AGDPM9314N, 00588626	Independent Director	26.09.14	5 Years	ONE	TWO	NIL
Mr.	Prabhat Krishna	AAKPP4573F, 02569624	Independent Director	26.09.14	5 Years	TWO	NIL	FOUR
Ms.	Shubha Singh	AEJPA3682F, 06926872	Independent Director	Date of Appointment- 26.09.2014 for two years and Re-Appointment on 28.09.2016 for a period of 5 years	5 Years	ONE	TWO	NIL
II. Composition of Committees								
Name of Committee			Name of Committee Members	Category (Chairperson /Executive/ Non- executive/ Independent/ Nominee)				
1. Audit Committee			Mr. Prabhat Krishna	Chairman- Non Executive – Independent Director				
			Mr. Adit Gupta	Member- Managing Director				
			Mr. Mahipal	Member- Executive – Independent Director				
			Ms. Shubha Singh	Member- Non Executive – Independent Director				
2. Stakeholders Relationship Committee			Mr. Prabhat Krishna	Chairman- Non Executive – Independent Director				
			Mr. Adit Gupta	Member- Managing Director				
			Mr. MahiPal	Member- Executive – Independent Director				
			Ms. Shubha Singh	Member- Non Executive – Independent Director				
3. Nomination & Remuneration Committee			Mr. Prabhat Krishna	Chairman- Non Executive – Independent Director				
			Mr. Mahipal	Member- Non Executive – Independent Director				
			Ms. Shubha Singh	Member- Non Executive – Independent Director				
III. Meeting of Board of Directors								
Date of meetings in the previous			Date of meetings in the relevant			Maximum gap between any two consecutive (In		

quarter 25.05.2018	quarter 09.08.2018	number of days 75 Days
<b>IV. Meeting of Committees (Audit Committee)</b>		
Date of meetings in the previous quarter 25.05.2018	Date of meetings in the relevant quarter 09.08.2018	Maximum gap between any two consecutive 75 Days
<b>V. Related Party Transactions</b>		
<b>Subject</b>		<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT		NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		NA
<b>VI. Affirmations</b>		

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee.
  - c. Stakeholder's relationship committee.
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any Comment/Observation/Advice of Board of Directors may be mentioned here:



For AMD Industries Ltd.

*Radha Shakti Garg*  
Radha Shakti Garg  
Company Secretary

## ANNEXURE III

Compliance Report on Corporate Governance Report for Second Quarter

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	YES
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	YES
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	YES
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	YES



For AMD Industries Limited  
  
 Radha Shakti Garg  
 Company Secretary