



Excellence in Lighting



AUTOLITE (INDIA) LIMITED

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CIN : L31506RJ1977PLC001738

Quarterly Compliance Report on Corporate Governance

Name of the Company

Autolite (India) Limited

Quarter ending on

30-Sep-15

Particulars	Clause No.	Compliance Status(Yes/No/NA)	Company Remarks
Board of Directors	49 I		
Composition of Board	49 II A	Yes	
Independent Directors	49 II B	Yes	
Non-executive Director's Compensation and disclosures	49 II C	Yes	
Other provisions as to Board and Committees	49 II D	Yes	
Code of Conduct	49 II E	Yes	
Whistle Blower Policy	49 II F	Yes	
Audit Committee	49 III		
Qualified and Independent Audit Committee	49 III A	Yes	
Meeting of Audit Committee	49 III B	Yes	
Powers of Audit Committee	49 III C	Yes	
Role of Audit Committee	49 III D	Yes	
Review of Information by Audit Committee	49 III E	Yes	
Nomination and Remuneration Committee	49 IV	Yes	
Subsidiary Companies	49 V	NA	The Company does not have Indian Subsidiary Company
Risk Management	49 VI	Yes	
Related Party Transactions	49 VII	Yes	
Disclosures	49 VIII		
Related party transactions	49 VIII A	Yes	
Disclosure of Accounting Treatment	49 VIII B	Yes	
Remuneration of Directors	49 VIII C	Yes	
Management	49 VIII D	Yes	
Shareholders	49 VIII E	Yes	
Proceeds from public issues, rights issue, preferential issues	49 VIII I	Yes	
CEQ/CFO Certification	49 IX	Yes	Will be complied in Annual Report for the year 2015-16
Report on Corporate Governance	49 X	Yes	Will be complied in Annual Report for the year 2015-16
Compliance	49 XI	Yes	Will be complied in Annual Report for the year 2015-16

For Autolite (India) Limited

Vishal Agrawal
Vishal Agrawal
Company Secretary



MPG
MP GUPTA GROUP

Quarterly Compliance Report on Corporate Governance

For the Quarter October 2015 to December 2015

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	DIN & PAN \$	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 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Mahi Pal Gupta	DIN: 00057619 PAN: ADGPG7328E	Chairman - Executive Director	07.01.2002	NA	1	0	0
Mr.	Amit Mahipal Gupta	DIN: 00058701 PAN: ABIPG1418R	Executive Director	07.01.2010	NA	2	0	0
Mr.	Adarsh Mahipal Gupta	DIN: 00855511 PAN: ABRPG5368B	Executive Director	07.01.2010	NA	1	0	0
Mr.	Sooraj Prakash Batra	DIN: 01216047 PAN:	Independent Director	30.12.2000	15 years	1	1	1
Mr.	Rajendra Singh Mehta	DIN: 01183922 PAN:	Independent Director	31.07.2003	12.5 years	1	1	0
Mr.	Gauri Shankar Das	DIN: 01185570 PAN:	Independent Director	30.03.2002	13.9 years	1	2	1



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Mrs.	Madhu Choudhary	DIN: 01768000 PAN:	Independent Director	14.02.2015	0.10 year	1	0	0
Mr.	Kuldeep Kumar Gupta	DIN: 01591373 PAN:	Non-Executive Director	11.12.2007	NA	1	1	0

* PAN number of any director would not be displayed on the website of Stock Exchange

* Category of directors means executive/non-executive/independent/nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

III. Composition of Committees

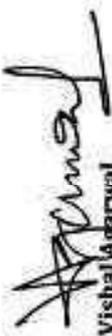
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) s
Audit Committee	Mr. Sooraj Prakash Batra	Independent Director
	Mr. Gauri Shankar Das	Independent Director
	Mr. Kuldeep Kumar Gupta	Non-Executive Director
	Mr. Vishal Agarwal	Secretary
	Mr. Rajendra Singh Mehta	Independent Director
Nomination & Remuneration Committee	Mr. Gauri Shankar Das	Independent Director
	Mr. Kuldeep Kumar Gupta	Non-Executive Director
	Mr. Gauri Shankar Das	Independent Director
Stakeholders Relationship Committee	Mr. Rajendra Singh Mehta	Independent Director
	Mr. Vishal Agarwal	Ex-officio cum Secretary



III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in quarter July'15 to September'15	Date(s) of Meeting (if any) in quarter October'15 to December'15	Date(s) of Meeting (if any) in quarter July'15 to September'15	Maximum gap between any two consecutive (in number of days)
14.08.2015	30.10.2015		31 days
26.08.2015	14.11.2015		15 days
29.09.2015			
IV. Meeting of Committees			
Date(s) of Meeting (if any) in quarter October'15 to December'15	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in quarter July'15 to September'15	Maximum gap between any two consecutive (in number of days)
Audit Committee			
14.11.2015	Yes Numbers of members entitled to attend: 3 Numbers of members actually attended: 3	14.08.2015	82 days
Nomination & Remuneration Committee			
NIL	NA	14.08.2015	
Stakeholders Relationship Committee			
14.11.2015	Yes Numbers of members entitled to attend: 2 Numbers of members actually attended: 2	14.08.2015	82 days
V. Related Party Transactions			
Subject	Compliance status (Yes/No/NA)		
Whether prior approval of audit committee obtained	Yes		
Whether shareholder approval obtained for material RPT	Yes		



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Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note</p> <p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	
<p>VI. Affirmations</p>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: NA</p>	
<p>For Autolite (India) Limited</p> <div style="display: flex; justify-content: space-between; align-items: center;"> <div style="text-align: center;">  Vishal Agarwal Company Secretary & Compliance Officer </div> <div style="text-align: center;">  </div> </div>	

General information about company	
Scrip code	500029
Name of the entity	AUTOLITE (INDIA) LIMITED
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	30-10-2015		
2	14-11-2015		14
3		13-02-2016	90
4		30-03-2016	45

Annexure 1						
IV. Meeting of Committees						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee	13-02-2016	Yes	Members entitled to attend: 3 Members attended: 3	14-11-2015	90
2	Stakeholders Relationship Committee	13-02-2016	Yes	Members entitled to attend: 2 Members attended: 2	14-11-2015	90

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

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.autopal.com/overview
2	Terms and conditions of appointment of independent directors	Yes		http://www.autopal.com/announcements.php
3	Composition of various committees of board of directors	Yes		http://www.autopal.com/composition.php
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.autopal.com/announcements.php
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.autopal.com/announcements.php
6	Criteria of making payments to non-executive directors	Yes		http://www.autopal.com/announcements.php
7	Policy on dealing with related party transactions	Yes		http://www.autopal.com/announcements.php
8	Policy for determining 'material' subsidiaries	Yes		http://www.autopal.com/announcements.php
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.autopal.com/announcements.php
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.autopal.com/announcements.php
11	email address for grievance redressal and other relevant details	Yes		http://www.autopal.com/announcements.php
12	Financial results	Yes		http://www.autopal.com/investor.php
13	Shareholding pattern	Yes		http://www.autopal.com/investor.php
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25 (6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
III. Affirmations		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes

Signatory Details	
Name of signatory	VISHAL AGARWAL
Designation of person	Company Secretary
Place	JAIPUR
Date	14-04-2016

