

# Auckland International Limited

CIN-L36934WB1977PLC031184

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REGISTERED OFFICE & MILLS

Auckland Jute Mills  
Jagatdal - 743125  
North 24 Parganas  
West Bengal

12<sup>th</sup> April, 2018

Scrip Code: 11027

To,  
The Secretary,  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
Kolkata 700001

Dear Sir/Madam,

Sub: Corporate Governance Report pursuant to Regulation 27 (2) of the SEBI Listing Regulations, 2015 (LODR)

Pursuant to Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), please find enclosed the Report on Corporate Governance for the fourth quarter ended March 31, 2018.

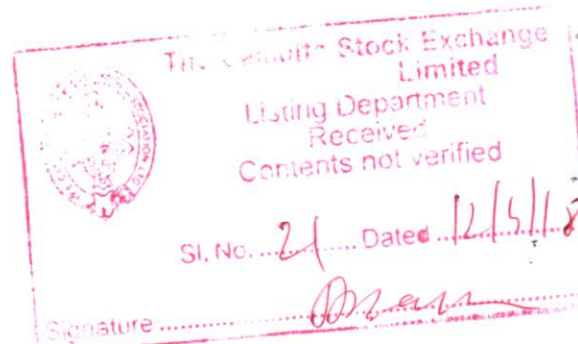
We request you to take the same on record and oblige.

Yours truly,  
For AUCKLAND INTERNATIONAL LIMITED,

*Sangeeta Ghose*

Company Secretary  
(Membership No. FCS 9592)

Encl: a/a



Kankaria Estate, 6, Little Russell Street, Kolkata-700071, West Bengal, India

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# COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE FOURTH QUARTER ENDED ON 31<sup>ST</sup> MARCH, 2018

NAME OF THE LISTED ENTITY: AUCKLAND INTERNATIONAL LIMITED

QUARTER ENDING: 31<sup>ST</sup> March, 2018

## I. Composition of Board of Directors

Title (Mr. Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson /Executive/Non- Executive /Independent /Nominee) <sup>6c</sup>	Date of Appoint- ment 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.	HIRENDRA SINGH BAYED	PAN-ACXPB4951C DIN- 00425481	Executive Director	31/07/2008	NA	1	1	-
Mr.	HRISHIKESH TAPADAR	PAN-ABQPT4298N DIN- 00409477	Independent Director	01/08/2012	29.09.2014- 28.09.2019	1	1	1
Mr.	MOOL CHAND SINGHI	PAN-ALLPS6638L DIN- 00407278	Independent Director	31/10/2003	29.09.2014- 28.09.2019	1	1	1
Mr.	BIMAL SINGH RAMPURIA	PAN- ADBPR1457L DIN- 00350906	Non Executive Director	02/04/2004	NA	1	1	-
Mr.	BIJAY SINGH BAID	PAN-ADTPB8999D DIN- 01517268	Non Executive Director	31/07/2014	NA	1	1	-
Mrs.	BIMLA DEVI BAID	PAN-AMJPB5769N DIN- 07165411	Non Executive Director	30/03/2015	NA	1	-	-

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.

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II. Composition of Committees			
S.No.	Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)
1.	Audit Committee	Shri M C Singhi	Independent Director
		Shri B S Rampuria	Non-Executive Director
		Shri H S Bayed	Executive Director
		Shri H Tapadar	Independent Director
2.	Nomination & Remuneration Committee	Shri M.C Singhi	Independent Director
		Shri B.S Baid	Non-executive Director
		Shri H. Tapadar	Independent Director
3.	Risk Management Committee	Shri B S Baid	Non-executive Director
		Shri H Tapadar	Independent Director
		Shri M C Singhi	Independent Director
4.	Stakeholder's Relationship Committee	Shri H Tapadar	Independent Director
		Shri B S Baid	Non-Executive Director
		Shri M C Singhi	Independent Director

&- 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

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
9 <sup>th</sup> October, 2017	15 <sup>th</sup> day of January, 2018	60 days
17 <sup>th</sup> November, 2017	14 <sup>th</sup> day of February, 2018	30 days
	31 <sup>st</sup> day of March, 2018	45 days

IV. Meeting of Committees				1.
Date(s) of meeting of the committee in the relevant quarter	Whether 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*	
5 <sup>th</sup> February, 2018 (Audit Committee)	Yes	10 <sup>th</sup> November, 2017 (Audit Committee)	108 days	



This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note:-

- 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.
- If status is 'No' details of non-compliance may be given here.



VI. Affirmations	
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 <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; Remuneration committee</li> <li>Stakeholders Relationship committee</li> <li>Risk Management committee (applicable to the top 100 listed entities)</li> </ol>
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 has been placed before the Board of Directors at its meeting held on 12 <sup>th</sup> April, 2018.
Name & Designation- Ms. S. Ghose, Company Secretary   Company Secretary / <del>Compliance Officer</del> / <del>Managing Director</del> / <del>CFO</del>	

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.