

# Auckland International Limited

CIN-L36934WB1977PLC031184

Phone : 033-25812038, 25812757, 32575388, Fax : +913325813795

E-mail : auckland@vsnl.net/ auck3795@bsnl.in Website : www.aucklandjute.com

REGISTERED OFFICE & MILLS

Auckland Jute Mills  
Jagatdal - 743125  
North 24 Parganas  
West Bengal

16<sup>th</sup> July, 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 first quarter ended June 30, 2018.

Kindly acknowledge receipt of the same.

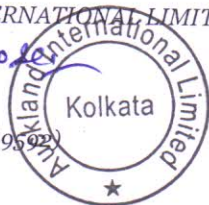
Yours truly,

For AUCKLAND INTERNATIONAL LIMITED,

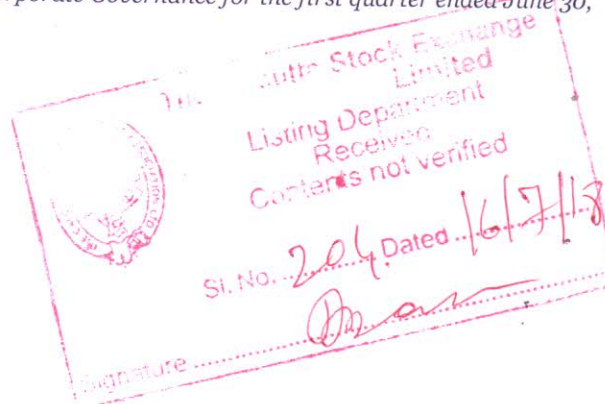
*Sangeeta Ghosh*

Company Secretary

(Membership No. FCS 9592)



Encl: a/a



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

Phone : 033-22872607 / 40060331 / 40073219 Fax : +913322873159 E-mail : jkk@kankariagroup.com

# COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE FIRST QUARTER ENDED ON 30<sup>TH</sup> JUNE, 2018

NAME OF THE LISTED ENTITY: AUCKLAND INTERNATIONAL LIMITED

QUARTER ENDING: 30<sup>TH</sup> JUNE, 2018

## I. Composition of Board of Directors

| Title<br>(Mr.<br>/Ms.) | Name of the Director    | PAN <sup>5</sup><br>& DIN        | Category<br>(Chairperson<br>/Executive/Non-<br>Executive<br>/Independent<br>/Nominee) <sup>6c</sup> | Date of Appoint-<br>ment in the current<br>term/cessation | Tenure*                   | No of Directorship<br>in listed entities<br>including this<br>listed entity<br><br>(Refer Regulation<br>25(1) of Listing<br>Regulations) | Number of memberships<br>in Audit/ Stakeholder<br>Committee(s) including<br>this listed entity<br><br>(Refer Regulation 26(1)<br>of Listing Regulations) | No. of post of<br>Chairperson in<br>Audit/ Stakeholder<br>Committee held in<br>listed entities<br>including this listed<br>entity<br><br>(Refer Regulation<br>26(1) of Listing<br>Regulations) |
|------------------------|-------------------------|----------------------------------|---|---|---------------------------|--|--|--|
| Mr.                    | HIRENDRA SINGH<br>BAYED | PAN-ACXPB4951C<br>DIN- 00425481  | Executive Director  | 31/07/2008  | NA                        | 1  | 1  | -  |
| Mr.                    | HRISHIKESH<br>TAPADAR   | PAN-ABQPT4298N<br>DIN- 00409477  | Independent<br>Director   | 01/08/2012  | 29.09.2014-<br>28.09.2019 | 1  | 1  | 1  |
| Mr.                    | MOOL CHAND<br>SINGHI    | PAN-ALLPS6638L<br>DIN- 00407278  | Independent<br>Director   | 31/10/2003  | 29.09.2014-<br>28.09.2019 | 1  | 1  | 1  |
| Mr.                    | BIMAL SINGH<br>RAMPURIA | PAN- ADBPR1457L<br>DIN- 00350906 | Non Executive<br>Director   | 02/04/2004  | NA                        | 1  | 1  | -  |
| Mr.                    | BIJAY SINGH BAID        | PAN-ADTPB8999D<br>DIN- 01517268  | Non Executive<br>Director   | 31/07/2014  | NA                        | 1  | 1  | -  |
| Mrs.                   | BIMLA DEVI BAID         | PAN-AMJPB5769N<br>DIN- 07165411  | Non Executive<br>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) |
| 15 <sup>th</sup> day of January, 2018               | 12 <sup>th</sup> Day Of April, 2018                 | 12 days   |
| 14 <sup>th</sup> day of February, 2018              | 30 <sup>th</sup> Day Of May, 2018                   | 47 days   |
| 31 <sup>st</sup> day of March, 2018                 |   |   |

| IV. Meeting of Committees                                   |   |   |   | 2. |
|---|---|---|---|----|
| 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* |    |
| 16 <sup>th</sup> May, 2018 (Audit Committee)                | Yes   | 5 <sup>th</sup> February, 2018 (Audit Committee)            | 99 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:-

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.

2. 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<br>a. Audit Committee<br>b. Nomination & Remuneration committee<br>c. Stakeholders Relationship committee<br>d. Risk Management committee (applicable to the top 100 listed entities) |
| 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 14 <sup>th</sup> July, 2018.   |
| Name & Designation- Ms. S. Ghose,<br>Company Secretary<br><br>Company Secretary / <del>Compliance Officer</del> / <del>Managing Director</del> / CEO  |   |

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.