

# Auckland International Limited

CIN- L36934WB1977PLC031184

**UNIT : AUCKLAND JUTE MILLS**

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15<sup>th</sup> July, 2019

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

Scrip Code: I1027

Dear Sir/Madam,

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

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Report on Corporate Governance for the first quarter ended 30<sup>th</sup> June, 2019.

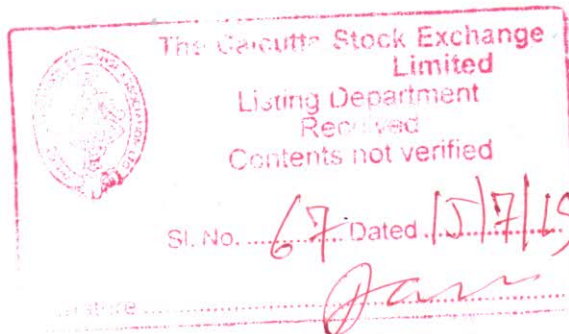
Kindly acknowledge receipt of the same.

Yours truly,  
For AUCKLAND INTERNATIONAL LIMITED,

*Sangeeta Ghose*  
Company Secretary  
(Membership No. FCS 9592)



Encl: a/a



## COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE FIRST QUARTER ENDED ON 30<sup>TH</sup> JUNE, 2019

NAME OF THE LISTED ENTITY: AUCKLAND INTERNATIONAL LIMITED

QUARTER ENDING: 30<sup>TH</sup> JUNE, 2019

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson /Executive/Non- Executive /Independent /Nominee) <sup>&amp;</sup>	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.	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	-

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange



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 B S Baid	Independent Director
		Shri H Tapadar	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)
10 <sup>th</sup> January, 2019	12 <sup>th</sup> April, 2019	17 days
14 <sup>th</sup> February, 2019	30 <sup>th</sup> May, 2019	48 days
26 <sup>th</sup> March, 2019		





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*
22 <sup>nd</sup> May, 2019 (Audit Committee)	Yes	4 <sup>th</sup> February, 2019 (Audit Committee)	105 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 a. Audit Committee b. Nomination & Remuneration committee c. Stakeholders Relationship committee 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 15 <sup>th</sup> July, 2019.
Name & Designation- <i>Ms. S. Ghose,</i> <i>Company Secretary</i>   Company Secretary / <i>Compliance Officer / Managing Director / CEO</i>	

Note:

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> 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.