

Auckland International Limited

CIN-L36934WB1977PLC031184

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REGISTERED OFFICE & MILLS

Auckland Jute Mills
Jagatdal - 743125
North 24 Parganas
West Bengal

CSE/33/24-25

13th January, 2025

Scrip Code: II027

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 (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 third quarter ended on 31st December, 2024.

Kindly acknowledge receipt of the same.

Yours truly,

For AUCKLAND INTERNATIONAL LIMITED,

Sangeeta Ghose

Company Secretary

(Membership No. FCS 9592)



Encl: a/a

Corporate Office—5 Middleton Street, Kolkata-700071, West Bengal
Administrative Office—6, Little Russell Street, Kolkata—700071, West Bengal
Phone +919903586240 E-mail : sangeeta@jkkankaria.com

COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE THIRD QUARTER ENDED ON 31ST DECEMBER, 2024

NAME OF THE LISTED ENTITY: **AUCKLAND INTERNATIONAL LIMITED**

QUARTER ENDING: **31ST DECEMBER, 2024**

I. Composition of Board of Directors

Title (Mr. - Ms.)	Name of the Director	PAN ^S & DIN	Category (Chairperson - Executive - Non-Executive - independent - Nominee)&	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure	Date of Birth	No of Directorship in listed entities including this listed entity [with reference to Regulation 17A]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit-Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of positions 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	14-08-2019	31-07-2024	-	14-08-2024-13-08-2025	17-11-1947	1	-	1	-
Mrs.	BABY BOTHRA	PAN-AIFPB0840E DIN- 09032737	Independent Director	10-02-2021	06-09-2021	-	2021-2026	27-10-1981	1	1	4	3
Mr.	MOOL CHAND SINGHI	PAN-ALLPS6638L DIN- 00407278	Independent Director	31-10-2003	31-10-2003	19-10-2024	27-09-2019-26-09-2024	18-11-1948	0	0	-	-
Mr.	BIMAL SINGH RAMPURIA	PAN-ADBPR1457L DIN- 00350906	Non-Executive Director	02-04-2004	-	-	NA	15-02-1952	1	-	-	-
Mr.	BIJAY SINGH BAID	PAN-ADTPB8999D DIN- 01517268	Non-Executive Director	31-07-2014	29-09-2014	-	NA	05-09-1944	1	-	1	1
Mrs.	SUSMITA CHOUDHURY	PAN-AJSPS5685A DIN-10641808	Independent Director	30-05-2024	31-07-2024	-	5 years (upto AGM of Calendar year 2029)	20-06-1972	1	1	1	1
Mr.	RATAN LAL BUCCHA	PAN-ADPPB7477E DIN-10272862	Independent Director	30-05-2024	31-07-2024	-	5 years (upto AGM of Calendar year 2029)	22-01-1974	2	2	4	2

Whether Regular chairperson appointed: No

Whether Chairperson is related to managing director or CEO: No



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II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson -Executive -Non Executive - Independent -Nominee)\$	Date of Appointment	Date of Cessation
Audit Committee	Yes	Baby Bothra	Independent Director (Chairperson)	30-05-2024	-
		Susmita Choudhury	Independent Director	30-05-2024	-
		Ratan Lal Buccha	Independent Director	30-05-2024	-
		Hirendra Singh Bayed	Executive Director	30-05-2024	-
Nomination & Remuneration Committee	Yes	Ratan Lal Buccha	Independent Director (Chairman)	30-05-2024	-
		Susmita Choudhury	Independent Director	30-05-2024	-
		Baby Bothra	Independent Director	30-05-2024	-
Risk Management Committee	Yes	Susmita Choudhury	Independent Director (Chairperson)	30-05-2024	-
		Ratan Lal Buccha	Independent Director	30-05-2024	-
		Bijay Singh Baid	Non-Executive Director	30-05-2024	-
Stakeholder's Relationship Committee	Yes	Baby Bothra	Independent Director (Chairperson)	30-05-2024	-
		Bijay Singh Baid	Independent Director	30-05-2024	-
		Ratan Lal Buccha	Independent Director	30-05-2024	-
Corporate Social Responsibility Committee	Yes	Ratan Lal Buccha	Independent Director (Chairman)	30-05-2024	-
		Susmita Choudhury	Independent Director	30-05-2024	-
		Bijay Singh Baid	Non-Executive Director	30-05-2024	-

\$ 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 relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive (in number of days)
19-10-2024	Yes	4	4	11-07-2024	66 days
14-11-2024		6	3	14-08-2024	26 days

* to be filled in only for the current quarter meetings

IV. Meeting of Committees					
A) Audit Committee					
Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met	Number of Directors present**	Number of independent directors present**	Maximum gap between any two consecutive meetings in number of days**
12-11-2024	12-08-2024	Yes	4	3	92 days

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

**to be filled in only for the current quarter meetings

V. Affirmations

- 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: **Yes**
 - a. Audit Committee



	b. Nomination & Remuneration committee
	c. Stakeholders Relationship committee
	d. Risk Management committee (applicable to the top 100 listed entities)
	e. Corporate Social Responsibility 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: Yes
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: Yes
5	This report has been placed before the Board of Directors at its meeting held on 19 th October, 2024.

For Auckland International Limited,

Sangeeta Ghose,

Company Secretary & Compliance Officer
(Membership No. F9592)

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 the listed entity and instead a statement "same as previous quarter" may be given.

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	Nil
No. of investor complaints received during the Quarter	Nil
No. of investor complaints disposed off during the Quarter	Nil
No. of investor complaints those remaining unresolved at the end of the Quarter	Nil

C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
NIL					

D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
NIL					



E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
NIL				

F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings i.e., 2nd and 4th quarter)

I. Disclosure of Loans / guarantees / comfort letters / securities etc.			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate Amount advanced during Six Months	Balance Outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type Of Security (guarantee, comfort letter etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For Auckland International Limited,

Sangeeth Ghose,

Company Secretary & Compliance Officer
(Membership No. F9592)



Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt:
- a) by a government company to/for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company; and
 - d) by the listed entity to its employees or directors as a part of the service conditions

2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

G. AFFIRMATIONS ON COMPLIANCE REQUIREMENTS FOR AGM : NOT APPLICABLE

H. WEBSITE AFFIRMATIONS (applicable only for Annual Filing i.e., 4th quarter) : NOT APPLICABLE

**I. AFFIRMATIONS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS (applicable only for Annual Filing i.e., 4th quarter)
: NOT APPLICABLE**

For Auckland International Limited,

Sangeeta Ghose.

*Company Secretary & Compliance Officer
(Membership No. F9592)*

