



CCL
International Ltd.

Date: 15.07.2019

To,
Bombay Stock Exchange
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street Fort,
Mumbai-400 001

Sub: Quarterly Compliances

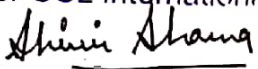
As per SEBI Listing Regulations (LODR) 2015, please find the enclosed herewith the following requirement:-

1. In pursuant of Regulation 27(2) of the SEBI Listing Regulations (LODR) 2015, the **Corporate Governance Report** for the quarter ended 30th June, 2019.

Kindly take the above on record and oblige.

Thanking You,

Yours faithfully,

For CCL International Limited
For CCL International Limited

Company Secretary

Registered Office: M-4, Gupta Tower, B 1/1, Commercial Complex, Azadpur, New Delhi-110033 | +91 120 4214258
Corp. Address: C-42, Opp. Yes Bank, RDC, Raj Nagar, Ghazlabad, India-201002 | CIN No. L26940DL1991PLC044520
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Guwahati, Shillong, Tura, Aizwal

Corporate Governance Report

1. Name of Listed Entity CCL International Limited
 2. Quarter ending 30th June 2019

I. Composition of Board of Directors

| Title (Mr. / Ms) | Name of the Director | PAN & DIN | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) | Date of Appointment in the current term /cessation | Tenure | No of Directors hip 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) |
|------------------|----------------------|----------------------------|--|--|--------|---|--|---|
| Mrs. | Rama Gupta | 00080613 ACHPG6302 Q | Executive Director/ Chairperson cum Managing Director | 29/09/2017 | | 1 | - | - |
| Mr. | Arvind Sharma | 00767969 AVXPS9348 F | Non-Executive/ Independent Director | 30/09/2014 | 5 yrs | 1 | Membership in Audit Committee and Stakeholders Relationship Committee in CCL International Limited | - |
| Ms. | Sonam Sharma | 07603977 EJOPS2052B | Non-Executive/ Independent Director | 30/09/2016 | 5 yrs | 1 | Membership in Audit Committee and Stakeholders Relationship Committee in CCL International Limited | Chairperson in Audit Committee in CCL International Limited |
| Mr. | Vinod Kumar | 07218660 AJTPK6886 A | Non-Executive/ Independent Director | 29/09/2017 | 5 yrs | 1 | Membership in Stakeholders Relationship Committee in CCL International Limited | Chairperson in Stakeholders Relationship Committee in CCL International Limited |

For CCL International Limited

Shivani Sharma
 Company Secretary

| | | | | | | | | |
|-----|-------------|----------------------------|-----------------------|------------|--|---|--|---|
| Mr. | Akash Gupta | 01940481 ALPPG0702 K | Executive Director | 29/09/2017 | | 1 | Membership in Audit Committee in CCL International Limited | - |
|-----|-------------|----------------------------|-----------------------|------------|--|---|--|---|

II. Composition of Committees

| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee) |
|--|---------------------------|---|
| Audit Committee | Ms. Sonam Sharma | Chairperson/Non-Executive Director/Independent Director |
| | Mr. Akash Gupta | Executive Director |
| | Mr. Arvind Sharma | Non-Executive/ Independent Director |
| Nomination & Remuneration Committee | Mr. Arvind Sharma | Chairperson/Non-Executive /Independent Director |
| | Ms. Sonam Sharma | Non-Executive /Independent Director |
| | Mr. Vinod Kumar | Non-Executive / Independent Director |
| Risk Management Committee(if applicable) | N/A | N/A |
| Stakeholders Relationship Committee | Mr. Vinod Kumar | Chairperson/Non-Executive Director/Independent Director |
| | Mr. Arvind Sharma | Non-Executive/ Independent Director |
| | Ms. Sonam Sharma | Non-Executive /Independent Director |

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) |
|---|---|---|
| 31/01/2019 14/02/2019 | 12/04/2019 30/05/2019 | 56 Days 47 Days |

Audit Committee

| 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 |
|---|---|---|--|
| 30/05/2019 | Yes | 14/02/2019 | 104 Days |

Stakeholder Relationship Committee

| 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 |
|---|---|---|--|
| 30/05/2019 | Yes | 14/02/2019 | 104 Days |

V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA) |
|--|-------------------------------|
| Whether prior approval of audit committee obtained | NA |

For CCL International Limited

Shivi Sharma

Company Secretary

| | |
|--|----|
| Whether shareholder approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA |

VI. 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.
 - a. Audit committee – Yes
 - b. Nomination & remuneration committee. – Yes
 - c. Stakeholders' relationship committee. – Yes
 - d. Risk management committee (applicable to the top 100 listed entities). - NA
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 and/or the report submitted in the previous quarter has been placed before Board of Directors. –Yes

For CCL International Limited

Shivi Sharma

Company Secretary

(Shivi Sharma)

Company Secretary & Compliance Officer