



**CCL**  
International Ltd.

Date: 11.05.2020

To,  
Bombay Stock Exchange  
Corporate Relationship Department  
1<sup>st</sup> 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:-

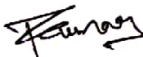
1. In pursuant of Regulation 27(2) of the SEBI Listing Regulations (LODR) 2015, the **Corporate Governance Report** for the quarter ended 31<sup>st</sup> March, 2020.

Kindly take the above on record and oblige.

Thanking You,

Yours faithfully,

For CCL International Limited

  
Pradeep Kumar  
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, Ghaziabad, India-201002 | CIN No. L26940DL1991PLC044520  
cclinternational2008@gmail.com | cmpsec@cclil.com | cclil@cclil.com

www.evocreteindia.com  
Guwahati, Shillong, Tura, Aizwal

### Corporate Governance Report

1. Name of Listed Entity : CCL International Limited  
 2. Financial year : 2019-20

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	N/A	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email address for grievance redressal and other relevant details	Yes	
Financial Results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	N/A	
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N/A	
New name and the old name of the listed entity	N/A	
Advertisements as per regulation 47 (1)	Yes	
Credit rating or revision in credit rating obtained	Yes	
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N/A	
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	
Materiality Policy as per Regulation 30	Yes	
Dividend Distribution policy as per Regulation 43A (as applicable)	N/A	
It is certified that these contents on the website of the listed entity are correct	N/A	
II. Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)



Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board meeting	17(2A)	
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	N/A
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination and Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1),(2)&(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	N/A
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes





Composition of Board of Directors of unlisted material Subsidiary	24(1)	N/A* The Company does not have any Material unlisted subsidiary Company.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N/A* The Company does not have any subsidiary listed Company.
Annual Secretarial Compliance Report	24(A)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**III. Affirmations:**

The company does not have any Subsidiary company.

Pradeep Kumar  
Company Secretary



### Corporate Governance Report

1. Name of Listed Entity      CCL International Limited  
 2. Quarter ending              31st March, 2020

1. 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 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)
Mrs	Rama Gupta	00080613  ACHPG6302Q	Executive Director/ Chairperson cum Managing Director	29/09/2017		1	-	-
Mr.	Arvind Sharma	00767969  AVXPS9348F	Non-Executive/ Independent Director	30/09/2014	66 months	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	42 months	1	Membership in Audit Committee and Stakeholders Relationship Committee in CCL International Limited	Chairperson in Audit Committee in CCL International Limited
Mr.	Sandeep Kumar Garg	06446072  ADQPK7839N	Non-Executive/ Independent Director	30/09/2019	6 months	1	Membership in Stakeholders Relationship Committee in CCL International Limited	Chairperson in Stakeholders Relationship Committee in CCL International Limited
Mr.	Akash Gupta	01940481 ALPPG0702K	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. Sandeep Kumar Garg	Non-Executive / Independent Director
Risk Management Committee(if applicable)	N/A	N/A
Stakeholders Relationship Committee	Mr. Sandeep Kumar Garg	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)
14/11/2019	01/02/2020	46 Days
16/12/2019		

### 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
14/11/2019	Yes	01/02/2020	78 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
14/11/2019	Yes	01/02/2020	78 Days

## V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	NA
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
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 and/or the report submitted in the previous quarter has been placed before Board of Directors.



Pradeep Kumar \*  
Company Secretary