

**CAMAC COMMERCIAL COMPANY LIMITED**  
**(CIN: L70109DL1980PLC169318)**  
**Regd Office:** 1<sup>st</sup> Floor, Express Building, 9-10,  
Bahadur Shah Zafar Marg, New Delhi - 110 002  
**Email:** camaccommercial@gmail.com, **Phone No.:** 011-23272499  
**Website:** [www.camaccommercial.com](http://www.camaccommercial.com)

**ANNEXURE I**

**Compliance Report on Corporate Governance under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity-Camac Commercial Company Limited
2. Quarter ending-March 31, 2018

**I. Composition of Board of Directors**

Title (Mr./ Ms)	Name of the Director	PANs & 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)
Mr.	Rajagopalan Sundar	PAN-ARVPS0705J DIN- 00008764	Non-Executive-Independent Director	Original Date of Appointment-25/06/2007 (Designation changed as	5 years	2	4	NIL



*(Handwritten signature)*

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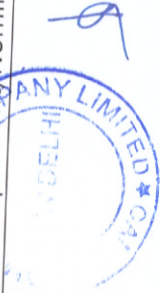
Mr.	Karam Chand Jain	PAN-AAAPJ3170C DIN- 00019227	Non-Executive - Independent Director	Independent Director w. e. f 29.09.2014)	5 years	2	2	NIL
Mr.	Gaurav Jain	PAN-ADJPJ5732A DIN- 03331025	Non-Executive	Original Date of Appointment- 11/06/1985 (Designation changed as Independent Director w. e. f 29.09.2014)	Not Applicable	2	2	NIL
Ms.	Amita Gola	PAN-AFYPG8218B DIN- 01088321	Non-Executive	14.10.2013	Not Applicable	2	4	NIL

\$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.

**II. Composition of Committees**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)\$



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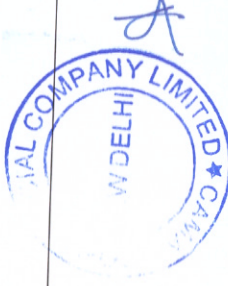
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1. Audit Committee	Mr. Rajagopalan Sundar Mr. K. C. Jain Ms. Amita Gola	Non-Executive-Independent Director Non-Executive -Independent Director Non- Executive Director
2. Nomination & Remuneration Committee	Mr. Rajagopalan Sundar Mr. K. C. Jain Ms. Amita Gola Mr. Gaurav Jain	Non-Executive -Independent Director Non-Executive -Independent Director Non- Executive Director Non- Executive Director
3. Risk Management Committee (if applicable)	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee'	Mr. Rajagopalan Sundar Mr. Gaurav Jain Ms. Amita Gola	Non-Executive-Independent Director Non- Executive Director Non- Executive Director
5. Corporate Social Responsibility Committee'	Mr. K. C. Jain Mr. Gaurav Jain Ms. Amita Gola	Non-Executive-Independent Director Non- Executive Director Non- Executive 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		
<b>III. Meeting of Board of Directors</b>		
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)
13.11.2017	09.02.2018	Gap between meetings held on 13.11.2017 and 09.02.2018 is 88 days



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<b>IV. Meeting of Committees</b>			
<i>Date (s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date (s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>Audit Committee</b>			
09.02.2018	Yes: Members Present: Mr. K. C. Jain- Non Executive Independent Director Ms. Amita Gola-Non Executive Director Mr. Rajagopalan Sundar- Non Executive Independent Director	13.11.2017	Gap between meetings held on 13.11.2017 and 09.02.2018 is 88 days
<b>Nomination and Remuneration Committee</b>			
09.02.2018	Yes: Members Present: Mr. Rajagopalan Sundar- Non Executive Independent Director Mr. K. C. Jain- Non Executive Independent Director Mr. Gaurav Jain- Non Executive Director Ms. Amita Gola-Non Executive Director	13.11.2017	Gap between meetings held on 13.11.2017 and 09.02.2018 is 88 days
<b>Corporate Social Responsibility Committee'</b>			
09.02.2018	Yes: Members Present:	13.11.2017	N.A.



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	Mr. K. C. Jain- Non Executive Independent Director Ms. Amita Gola-Non Executive Director Mr. Gaurav Jain- Non Executive Director		
<b>Stakeholders Relationship Committee</b>			
19.02.2018	Yes, Members Present on: 19.02.2018 Mr. Gaurav Jain- Non Executive Director Ms. Amita Gola- Non Executive Director	28.11.2017 26.12.2017	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>			
Whether prior approval of audit committee obtained		<b>Compliance status (Yes/No/NA)</b> refer note below	
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	
<b>Note</b>			
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.			



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#### **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. **Yes**
    - 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)-**N.A.**
  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**
- Any comments/observations/advice of Board of Directors may be mentioned here: **N.A.**

**Name & Designation-**



**Abhishek Kakkar**

**(Company Secretary & Compliance Officer)**



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**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year (2017-18))**

Name of Listed Entity: Camac Commercial Company Ltd.

Year ended on: March 31, 2018

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA) refer note below</b>	
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	NA	
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	Yes	
New name and the old name of the listed entity	NA	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
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)	Yes
Meeting of Board of directors	17(2)	Yes
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)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes



Policy for related party Transaction	23(1),(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)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	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.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. NA

For Camac Commercial Company Ltd.

*Abhishek Kakkar*

Abhishek Kakkar  
(Company Secretary & Compliance Officer)

