

CAMAC COMMERCIAL COMPANY LIMITED
(CIN: L70109DL1980PLC169318)

Regd Office: 1st Floor, Express Building, 9-10,
Bahadur Shah Zafar Marg, New Delhi - 110 002
Email: camaccommercial@gmail.com, **Phone No.:** 011-43570812
Website: www.camaccommercial.com

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year (2016-17))

Name of Listed Entity: Camac Commercial Company Ltd.
Year ended on: March 31, 2017

I. Disclosure on website in terms of Listing Regulations		
Item		Compliance status (Yes/No/NA) refer note below
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		NA
New name and the old name of the listed entity		NA
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
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

For Camac Commercial Co. Ltd.

Company Secretary



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.

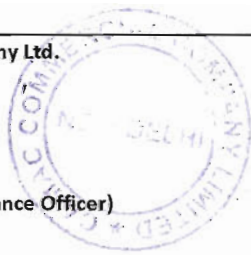
III Affirmations:

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
(Company Secretary & Compliance Officer)



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Email: camacccommercial@gmail.com, Phone No.: 011-43570812

Website: www.camacccommercial.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, 2017

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairpers on/Executi ve/Non- Executive/i ndepende nt/Nomine e) &	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 Independent Director w. e. f 29.09.2014)	5 years	2	4	NIL

For Camac Commercial Co. Ltd.

Company Secretary



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Mr.	Karam Chard Jain	PAN- AAAPJ3170C DIN-00019227	Non- Executive	Original Date of Appointment- 11/06/1985	5 years	2	2	NIL
			Independent Director	(Designation changed as Independent Director w. e. f 29.09.2014)				
Mr.	Gaurav Jain	PAN-ADJPJ5732A DIN-03331025	Non- Executive	14.10.2013	Not Applica ble	2	2	NIL
Ms.	Amita Gola	PAN-AFYPG8218B DIN-01088321	Non- Executive	14.05.2014	Not Applica ble	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) \$
1. Audit Committee	Mr. Rajagopalan Sundar Mr. K. C. Jain Ms. Amita Gola	Non-Executive-Independent Director Non-Executive -Independent Director Non- Executive Director

For Camac Commercial Co. Ltd.

Company Secretary



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2. Nomination & Remuneration Committee	Mr. Rajagopalan Sundar Mr. K. C. Jain Ms. Anita 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	
4. Stakeholders Relationship Committee'	Mr. Rajagopalan Sundar Mr. Gaurav Jain Ms. Anita Gola	Non-Executive-Independent Director Non- Executive Director Non- Executive Director
5. Corporate Social Responsibility Committee'	Mr. K. C. Jain Mr. Gaurav Jain Ms. Anita 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		
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)
09.11.2016	02.02.2017	Gap between meetings held on 09.11.2016 and 02.02.2017 is 85 days
IV. Meeting of Committees		
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*		

For Camac Commercial Co. Ltd.

Heather
Company Secretary



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Audit Committee

02.02.2017	Yes: Members Present on 02.02.2017: Mr. R Sundar- Non Executive & Independent Director Mr. K. C. Jain- Non Executive & Independent Director Ms. Amrita Gola-Non Executive Director	09.11.2016	Gap between meetings held on 09.11.2016 and 02.02.2017 is 85 days
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Nomination and Remuneration Committee

02.02.2017	Yes: Members Present on 02.02.2017: Mr. R Sundar- Non Executive & Independent Director Mr. Gaurav Jain- Non Executive Director Ms. Amrita Gola-Non Executive Director	09.11.2016	Gap between meetings held on 09.11.2016 and 02.02.2017 is 85 days
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Corporate Social Responsibility Committee

02.02.2017	Yes: Members Present were: Mr. K.C Jain- Non Executive & Independent Director Mr. Gaurav Jain- Non Executive Director Ms. Amrita Gola-Non Executive Director	NIL	
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For Camac Commercial Co. Ltd.

[Signature]
Company Secretary



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Stakeholders Relationship Committee

04.01.2017	Yes, Members Present on:	25.10.2016	
03.03.2017	04.01.2017:	24.11.2016	
31.03.2017	Mr. R Sundar- Non Executive & Independent Director Mr. Gaurav Jain- Non Executive Director Ms. Amita Gola- Non Executive Director	14.12.2016	
	03.03.2017: Mr. Gaurav Jain- Non Executive Director Ms. Amita Gola- Non Executive Director		
	31.03.2017: Mr. Gaurav Jain- Non Executive Director Ms. Amita Gola- Non Executive Director		

* 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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA.. 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.

For Camac Commercial Co. Ltd.


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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
 - 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 -



Abhishhek Kakkar
(Company Secretary & Compliance Officer)



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