

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

1. Name of Listed Entity- **Camac Commercial Company Limited**
2. Quarter ending- **31st March, 2020**

I. Composition of Board of Directors													
Title (Mr. / Ms)	Name of the Director	PAN & DIN		Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Initial Date of Appointment	Date of re-appointment (Second Term)	Date of Cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulations 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference 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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
		PAN	DIN										
Mr.	Rajagopalan Sundar	ARVPS0705J	00008764	Non-Executive-Independent Director	Original Date of Appointment- 25/06/2007 (Designation changed as Independent Director w. e. f 29.09.2014)	16.09.2019	16.01.2020	5 years 4 months	04/02/1956	NA	NA	NA	NA
Ms.	Monisha Saraf	AIGPS4505E	07503642	Non-Executive - Independent Director	29.05.2018	NA	NA	1 year 10 months	25/01/1972	1	1	2	NIL

CAMAC COMMERCIAL COMPANY LIMITED

(CIN: L70109DL1980PLC169318)

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Website: www.camaccommercial.com

Ms.	Swati Srivastava	CCSPS1727G	08529225	Non-Executive Director**	- 06.08.2019	NA	NA	NA	28/01/1988	1	NIL	2	NIL
Mr.	Abhinav Srivastava	BSFPS8315A	08544048	Non-Executive - Independent Director	16/01/2020	NA	NA	3 months	30/06/1981	1	1	2	NIL

Whether Regular chairperson appointed: NO

Whether Chairperson is related to managing director or CEO: NA

§ - 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. .

** Company has received intimation from Ms. Swati Srivastava, director of the Company dated March 07, 2020 (initially appointed as an Independent Director) that she no longer meets the criteria of independence as per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

II. Composition of Committees (As on March 31, 2020)

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §	Date of Appointment	Date of cessation
1. Audit Committee	No	Mr. Abhinav Srivastava Ms. Monisha Saraf Ms. Swati Srivastava	Non-Executive -Independent Director Non-Executive-Independent Director Non-Executive- Director	16/01/2020 21/05/2019 14/10/2019	NA
2. Nomination & Remuneration Committee	No	Mr. Abhinav Srivastava Ms. Monisha Saraf Ms. Swati Srivastava	Non-Executive -Independent Director Non-Executive-Independent Director Non-Executive- Director	16/01/2020 21/05/2019 14/10/2019	NA
3. Risk Management Committee (if applicable)		Not Applicable			

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4. Stakeholders Relationship Committee	No	Mr. Abhinav Srivastava Ms. Monisha Saraf Ms. Swati Srivastava	Non-Executive-Independent Director Non-Executive -Independent Director Non-Executive- Director	16/01/2020 25/07/2018 14/10/2019	NA
5. Corporate Social Responsibility Committee	No	Mr. Abhinav Srivastava Ms. Monisha Saraf Ms. Swati Srivastava	Non-Executive-Independent Director Non-Executive -Independent Director Non-Executive- Director	16/01/2020 25/07/2018 14/10/2019	NA
& 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	Whether requirement of Quorum met*	Numbers of Directors present*	Number of Independent directors present*	Maximum gap between any two consecutive (in number of days)
14/10/2019	16/01/2020	Yes	3	3	Gap between meetings held on 23/12/2019 and 16/01/2020 is 23 days
22/11/2019	12/02/2020	Yes	3	3	Gap between meetings held on 16/01/2020 and 12/02/2020 is 26 days
02/12/2019					
23/12/2019					
<i>*to be filled in only for the current quarter meetings</i>					
IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of directors present*	Number of Independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee					
12/02/2020	Yes	3	3	22/11/2019	Gap between meetings held on 12/02/2020 and 22/11/2019 is 81 days

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Nomination and Remuneration Committee					
16/01/2020	Yes	3	3	02/12/2019	Gap between meetings held on 16/01/2020 and 02/12/2019 is 44 days
11/02/2020	Yes	3	3		Gap between meetings held on 16/01/2020 and 11/02/2020 is 25 days
Corporate Social Responsibility Committee					
No Meeting Held					
Stakeholders Relationship Committee					
No Meeting Held					
* 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. Related Party Transactions					
Subject					Compliance status (Yes/No/NA) refer note below
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
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.					
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					

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- 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.
6. Any comments/observations/advice of Board of Directors may be mentioned here: Nil

Name & Designation –



Surabhi Srivastava
Company Secretary & Compliance Officer
April 15,2020

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.


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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 (2019-20))

Name of Listed Entity:	Camac Commercial Company Ltd.
Year ended on:	March 31, 2020

I. Disclosure on website in terms of Listing Regulations		
<i>Item</i>	<i>Compliance status (Yes/No/NA) refer note below</i>	<i>If Yes provide link to website. If No / NA provide reasons</i>
a	Details of business	Yes http://camaccommercial.com/index.php
b	Terms and conditions of appointment of independent directors	Yes http://camaccommercial.com/corporate-governance.php
c	Composition of various committees of board of directors	Yes http://camaccommercial.com/corporate-governance.php
d	Code of conduct of board of directors and senior management personnel	Yes http://camaccommercial.com/code-of-conduct.php
e	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes http://camaccommercial.com/corporate-governance.php
f	Criteria of making payments to non-executive directors	Yes http://camaccommercial.com/corporate-governance.php
g	Policy on dealing with related party transactions	Yes http://camaccommercial.com/corporate-governance.php
h	Policy for determining 'material' subsidiaries	NA
i	Details of familiarization programmes imparted to independent directors	Yes http://camaccommercial.com/corporate-governance.php
j	Email address for grievance redressal and other relevant details	Yes http://camaccommercial.com/contact.php
k	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes http://www.camaccommercial.com/investor-contact.php
l	Financial results	Yes http://camaccommercial.com/financial-results.php
m	Shareholding pattern	Yes http://camaccommercial.com/shareholding-pattern.php
n	Details of agreements entered into with the media companies and/or their associates	NA
o	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	NA
p	New name and the old name of the listed entity	NA
q	Advertisements as per regulation 47 (1)	Yes http://camaccommercial.com/publications.php
r	Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NA
s	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA
As per other regulations of the LODR:		
a	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes www.camaccommercial.com
b	Materiality Policy as per Regulation 30	Yes http://camaccommercial.com/corporate-governance.php
c	Dividend Distribution policy as per Regulation 43A (as applicable)	NA
It is certified that these contents on the website of the listed entity are correct.		

II Annual Affirmations			
	Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of board	17(11)	Yes
14	Maximum number of directorship	17(A)	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of Nomination & Remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1) & (2), 20(A)	Yes
21	Meeting of Stakeholder Relationship Committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of risk management committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
27	Approval for material related party transactions	23(4)	NA
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8)(9)	Yes
37	Directors and Officers insurance	25(10)	NA
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
<p>Note</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>			
<p>III Affirmations:</p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. NA</p>			
<p>For Camac Commercial Company Ltd.</p>  <p>Surabhi Srivastava (Company Secretary & Compliance Officer) Membership No.:A41943 Place: Delhi Date: 15.04.2020</p>			