



ATN International Limited

Dated: 12.10.2018

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata – 700 001

The Asst. General Manager – Listing
The National Stock Exchange of India Ltd
Plot No. C/1, Block-G
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

The Asst. General Manager
Department of Corporate Services
BSE Ltd.
25th Floor, Phiroz Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Dear Sir/Madam

Sub: Compliance Report on Corporate Governance for the quarter ended 30th September, 2018 and at the end of 6 months after end of financial year 31st March, 2018

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby submitting the Quarterly Compliance Report on Corporate Governance for the quarter ended 30th September, 2018 and at the end of 6 months after end of financial year 31st March, 2018 in prescribed format in Annexure- I and Annexure- III respectively.

This is for your information and record.

Thanking You,

Yours faithfully,

For ATN International Limited


Santosh Kumar Jain
(Managing Director)
DIN: 00174235

Annexure- I

1. Name of the Listed Entity: ATN International Ltd.

2. Quarter Ending: 30th September, 2018

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 Directorship in Listed entities including this listed entity (Refer Regulation 25(1) of the Listing Regulations)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)
Mr.	Santosh Kumar Jain	PAN: ACQPJ7823E DIN: 00174235	Executive	8/6/1996	-	3	6	-
Mr.	Tarak Nath Datta	PAN: ACYPD2911R DIN: 01318581	Non-Executive/Independent	6/25/2007	5 Years w.e.f 22nd September, 2014	1	2	-
Mr.	Pranab Chakraborty	PAN: AHUPC3183F DIN: 03568360	Non-Executive/Independent	4/17/2013	5 Years w.e.f 22nd September, 2014	2	2	2
Mrs.	Krishna Banerjee	PAN: APJPB3957M DIN: 06997186	Non-Executive	9/30/2014	-	7	2	-
Mrs.	Madhu Barnwal	PAN: AQJPP1684L DIN: 07150790	Non-Executive/Independent	8/13/2015	2 Years w.e.f 23rd September, 2017	2	-	-
Mr.	Niladri Bihari Barik	PAN: AJXPB5868K DIN: 03073797	Non-Executive	8/13/2015	-	1	-	-
II. Composition of Committees								
Name of Committee		Name of Committee Members			Category (Chairperson/Executive/Non-Executive/Independent/Nominee)			
1. Audit Committee		Mr. Pranab Chakraborty			Non-Executive/Independent			
		Mr. Tarak Nath Datta			Non-Executive/Independent			
		Mr. Santosh Kumar Jain			Executive			
2. Nomination & Remuneration Committee		Mr. Tarak Nath Datta			Non-Executive/Independent			
		Mr. Pranab Chakraborty			Non-Executive/Independent			
		Mrs. Krishna Banerjee			Non-Executive			
3. Stakeholders Relationship Committee		Mr. Pranab Chakraborty			Non-Executive/Independent			
		Mr. Santosh Kumar Jain			Executive			
		Mr. Tarak Nath Datta			Non-Executive/Independent			

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)	
25th May, 2018	10th August, 2018	76 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 (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee-09th August, 2018	Yes, Total Strength - 3 Directors, Present - 3 Directors	24th May, 2018	76 Days
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	N.A.		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes		
VI. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & Remuneration Committee</p> <p>c. Stakeholders Relationship Committee</p> <p>d. Risk Management Committee (applicable to the top 100 listed entities)</p> <p>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</p> <p>4. The meeting of board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: NIL</p>			
<p> Santosh Kumar Jain Managing Director DIN: 0017423 5</p>			

Annexure III to be submitted by listed entity for six months ended 30th September, 2018 after end of financial year 31st March, 2018

I Affirmations		
Broad Heading	Regulation Number	Compliance Status (Yes/No/NA)refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of Nomination & Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note</p> <p>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.</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.: Nil</p>		
<p><i>Santosh Kumar Jain</i> Santosh Kumar Jain Managing Director DIN: 00174235</p>		