

ATN International Limited

Dated: 14.07.2016

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

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

Dear Sir/Madam

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

Sub: Compliance Report on Corporate Governance for the quarter ended 30th June, 2016

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 June, 2016 in prescribed format in Annexure-I.

This is for your information and record.

Thanking You,

Yours faithfully,

For ATN International Limited

South winon of

Santosh Kumar Jain (Managing Director)

DIN: 00174235

10, Princep Street, 2nd Floor, Kolkata - 700 072, India Phone: 91-33-4002-2880, Fax: 91-33-2237 9053

> E-mail: info@atninternational.co.in Website: www.atninternational.co.in CIN: L65993WB1983PLC080793

1. Name of the Listed Entity: ATN International Ltd.
2. Quarter Ending: 30th June, 2016

	ependent	Non-Executive/inde		la la	Mr. Tarak Nath Datta			
		Executive		Jain	Mr. Santosh Kumar Jain			
	ependent	Non-Executive/Independent		borty	Mr. Pranab Chakraborty	nmittee	3. Stakeholders Relationship Committee	3. Stal
		Non-Executive		ee	Ms. Krishna Banerjee			
	ependent	Non-Executive/Independent		borty	Mr. Pranab Chakraborty			
	ependent	Non-Executive/Indeper		ta	Mr. Tarak Nath Datta	Committee	2. Nomination & Remuneration Committee	2. Non
	chemienic	Executive Independent		Jain	Mr. Jarak Nath Datta Mr. Santosh Kumar Jain			•
	ependent	Non-Executive/Independent		borty	Mr. Pranab Chakraborty		Audit Committee	1. Aud
utive/Non- ominee)	Category (Chairperson/Executive/Non- Executive/Independent/Nominee)	Category (Executiv	bers	Name of Committee Members	Name o	ımittee	Name of Committee	
		T					II. Composition of Committees	II. Cor
		1		13/08/2015	Non-Executive	PAN: AJXPB5868K DIN: 03073797	Niladri Bihari Barik	Mr.
,		7	2 Years w.e.f 24th September, 2015	13/08/2015	Non-Executive/ Independent	PAN: AQJPP1684L DIN: Q7150790	Madhu Barnwal	Mrs.
	, —	4		30/09/2014	Non-Executive	PAN: APJPB3957M DIN: 06997186	Krishna Banerjee	Mrs.
2	2	2	5 Years w.e.f 22nd September, 2014	17/04/2013	Non-Executive/ Independent	PAN: AHUPC3183F DIN: 03568360	Pranab Chakraborty	Mr.
,	2	p	5 Years w.e.f 22nd September, 2014	25/06/2007	Non-Executive/ Independent	PAN: ACYPD2911R DIN: 01318581	Tarak Nath Datta	Mr.
•	6	ω	4	6/8/1996	Executive	PAN: ACQPJ7823E DIN: 00174235	Santosh Kumar Jain	Mr.
No. of post of Chairperson in Audit/Stakeholde r Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)	Number of memberships in Audit/Stakehold er Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)	No. of Directorship in Listed entities including this listed entity (Refer Regulation 25(1) of the Listing Regulations)	Tenure	Date of Appointment in the current term/cessation	Category (Chairperson/E Date of xecutive/Non-Executive/Indep the current endent/Nomine term/cessale)	PAN & DIN	Name of the Director	Title (Mr. / Ms.)
						ectors	l. Composition of Board of Directors	1. Com

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)
11th February, 2016	30th May, 2016		108 Days
IV. Meeting of Committees		111111111111111111111111111111111111111	
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	n Maximum gap between any two consecutive (in number of days)
Audit Committee- 28th May, 2016	Yes , Total Strength - 3 Directors, Present - 3 Directors	10th February, 2016	107 Days
V. Related Party Transactions			
Subject		Compliance Status	Compliance Status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained			
Whether shareholder approval obtained for material RPT			Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	approval have been reviewed by Audit		Yes N.A.
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 3. Audit Committee	l (Listing obligations and disclosure recof SEBI (Listing obligations and disclosure)		Yes N.A. Yes
 b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee (applicable to the top 100 listed entities) 	op 100 listed entities)	quirements) Regulations, 2015 sure requirements) Regulations,	Yes N.A. Yes Yes
The same it as mambare have been made aware of their		quirements) Regulations, 2015 sure requirements) Regulations,	Yes N.A. Yes 72015
Regulations, 2015	- powers, rol and responsibilities as spe	 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, rol and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) 	Yes N.A. Yes Yes Yes Yes Yes
Regulations, 2015 4. The meeting of board of directorsand the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 Regulations, 2015 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.	powers, rot and responsibilities as spenses have been conducted in the manne quarter has been placed before Board	quirements) Regulations, 2015 sure requirements) Regulations. scified in SEBI (Listing obligation of Directors. Any comments/obs	Yes N.A. Yes Yes Yes Yes Yes Period of Directors Servations/advice of Board of Directors
Regulations, 2015 4. The meeting of board of directorsand the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 Regulations, 2015 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	powers, rot and responsibilities as spettees have been conducted in the manne quarter has been placed before Board	quirements) Regulations, 2015 sure requirements) Regulations. sure requirements regulations. Scified in SEBI (Listing obligation) as specified in SEBI (Listing of Directors. Any comments/obs	Yes N.A. Yes Yes Yes Servations/advice of Board of Directors

Santosh Kumar Jain Managing Director DIN: 00174235

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