

BCPL INTERNATIONAL LIMITED
(FORMERLY BIRDHI CHAND PANNALAL AGENCIES LIMITED)

Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: BCPL International Limited (Formerly Birdhi Chand Pannalal Agencies Limited)

Quarter ending on: 30th June, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	Complied With.
(B) Independent Directors	49 (IIB)	YES	Complied With.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	Complied With.
(D) Other provisions as to Board and Committees	49 (IID)	YES	Complied With.
(E) Code of Conduct	49 (IIE)	YES	Complied With.
(F) Whistle Blower Policy	49 (IIF)	YES	Complied With.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	Constituted.
(B) Meeting of Audit Committee	49 (IIIB)	YES	Complied With.
(C) Powers of Audit Committee	49 (IIIC)	YES	Complied With.
(D) Role of Audit Committee	49 (IIID)	YES	Complied With.
(E) Review of Information by Audit Committee	49 (IIIE)	YES	Complied With.
IV. Nomination and Remuneration Committee	49 (IV)	YES	Complied With.
V. Subsidiary Companies	49 (V)	NA	--
VI. Risk Management	49 (VI)	YES	Complied With.
VII. Related Party Transactions	49 (VII)	YES	Complied With.
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	Complied With.
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Complied With.
(C) Remuneration of Directors	49 (VIII C)	YES	Will be disclosed in the Annual Report of 2014-2015.
(D) Management	49 (VIII D)	YES	Will be disclosed in the Annual Report of 2014-2015.

BCPL INTERNATIONAL LIMITED

Neha Sure Ka

Company Secretary

Regd Office / Corp Office: 27, Biplabi Trailokya Maharaj Sarani, Narayani Building
7th Floor, Room No-703, Kolkata-700001, West Bengal

Website: www.birdhichand.in, Email id: info@birdhichand.in, CIN: L51909WB1985PLC186698

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(E) Shareholders	49 (VIII E)	YES	Will be disclosed in the Annual Report of 2014-2015.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	--
IX. CEO/CFO Certification	49 (IX)	YES	Will be disclosed in the Annual Report of 2014-2015.
X. Report on Corporate Governance	49 (X)	YES	Will be disclosed in the Annual Report of 2014-2015.
XI. Compliance	49 (XI)	YES	Will be disclosed in the Annual Report of 2014-2015.

For **BCPL International Limited**
(Formerly Birdhi Chand Pannalal Agencies Limited)

BCPL INTERNATIONAL LIMITED

Neha Sureka

Company Secretary

Company Secretary