

20th
ANNUAL REPORT
2010 - 2011



CCL INTERNATIONAL LIMITED

ANNUAL REPORT 2010-2011**BOARD OF DIRECTORS**

Mrs. Rama Gupta	Managing Director
Mr. Anil Kumar	Director
Mr. Akash Gupta	Director
Mrs. Sudha Gupta	Director
Mr. Mool Chand Garg	Director
Mr. Arvind Sharma	Director
Mr. Krishan Kumar Sharma	Director

AUDITORS

Vidya & Company
703, Pragati Tower, 26
Rajendra Palace. New Delhi – 110008

BANKERS

1. The IDBI Bank Ltd.
2. HDFC Bank Ltd.
3. HSBC Ltd.
4. Bank of Baroda
5. Yes Bank Ltd.

REGISTERED OFFICE

30, Bharti Artist Colony,
Main Vikas Marg, Laxmi Nagar, Delhi-92,
Ph: 22457275, 0120-4124258
Email Id.: cclinternational2008@gmail.com

CORPORATE OFFICE

C-42, RDC, Raj Nagar,
Ghaziabad. Ph.: 120-4124258.

FACTORY

A-18, M.I.A., Alwar, Rajasthan
Ph.: 0144-2882114.

NOTICE

Notice is hereby given that the 20th Annual General Meeting of the Members of CCL International Limited, will be held on Friday, 30th day of September 2011 at 10:00 A.M, at G.G.S Fast Food And Banquet Plot No. 14, Laxmi Nagar, District Centre, Vikas Marg , Delhi-92 to transact the following business: -

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2011, the Profit and Loss Account & Cash Flow statement for the year ended on that day and the report of Director's and Auditor's thereon.
2. To appoint Director in place of Mrs. Sudha Gupta, who retires by rotation and being eligible offers herself for re-appointment.
3. To appoint Director in place of Mr. Krishan Kumar Sharma, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint M/s. Vidya & Co., Chartered Accountants, the retiring Auditors, as Statutory Auditors of the Company to hold the office from the conclusion of this meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

By Order of the Board of Director

Place: Delhi
Dated : 06-09-2011

(RAMAGUPTA)
Chairman

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. The Register of Member and Transfer Book of the Company will remain closed from the 24th September, 2011 to 30th September 2011. (Both Days inclusive)
3. All the documents referred in the accompanying notice are open for inspection at the Registered Office of the Company during the office hours on all working days between 11:00 A.M to 1.00 P.M up to the date of Annual General Meeting.
4. Members seeking any information or having queries with regards to accounts are requested to write the Company seven day in advance so as to enable the management to keep the information ready.
5. Members / proxies should bring their attendance slips duly completed for attending meeting.
6. Members are requested to notify any change in address, if any under their signatures to the Company at its registered office of the Company, quoting Folios Nos.
7. Members who hold shares in Dematerialized Form are requested to write their Client ID and DP ID number on the attendance slip for easy identification of attendance at the Meeting.
8. Shares of the Company are compulsorily traded in Demat mode. The Company has entered into an agreement with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for Dematerlisation of shares.
9. As per SEBI direction for having Common Transfer Agency for physical as well as Demat mode, the Company has appointed M/s. Alankit Assignments Ltd., as R&TA for both modes.

DIRECTORS' REPORT

To,
The Members,
CCL INTERNATIONAL LIMITED

Your Directors have pleasure in presenting the 20th Annual Report with Audited Statement of Accounts of the Company for the year ended 31st March 2011.

Financial Results:

Financial results of the company for the year under review are summarized as below:

(Rs. In Lacs)

Particulars	Year Ended 31.03.2011	Year Ended 31.03.2010
Sales & Other Income	5394.16	5524.28
Profit Before Depreciation , Interest & Tax	127.93	128.81
Interest & Depreciation	13.89	7.71
Profit/(Loss)Before Tax	114.04	121.10
Provision for Tax – Current	18.00	11.02
- Deferred	(0.14)	(0.52)
Profit/(Loss) after Tax	96.18	110.60
Loss Brought Forward from Previous Year	98.10	(12.50)
Profit/Loss Carried to Balance Sheet	194.28	98.10

Performance Review :

During the year under review, your company achieved turnover of Rs 5394.16 Lacs as compared to Rs. 5524.28 Lacs in the previous year. Net profit after tax is Rs. 96.18 Lacs as compared to Net Profit of Rs. 110.60 Lacs in the previous year. During the year under review, there has been a fall of 2.4% in the Turnover & 13.04% in the Net Profit after Tax. Your directors are exploring the possibilities for diversification and expansion of the business activities of the Company and are taking necessary steps accordingly.

Business Operations:

The company is engaged in the Business of Steel, Non-ferrous metals, Manufacturing of high-tension or low tension insulators made of Ceramics, Glass, Plastic etc and their products. In last year the company has purchased an establishment of Insulators manufacturing unit in which the production has to be started. Further, Company will engage itself in the field of Real Estate Development with these objects company has diversified itself into various fields.

Adequacy of Internal Control System

The company has proper and adequate system of internal control to monitor proper recording of transaction according to policies and procedures laid down by the company. The company regularly monitors that all regulatory guidelines are complied with at all levels.

The Audit Committee constituted by the Board reviews the adequacy of Internal Control System. The Internal Auditors' Report dealing with the internal control system is considered by the Audit Committee and appropriate actions are taken wherever deemed necessary.

Financial Performance

Operational Results, 2010-11 versus 2009-10:

(Rs. in Lacs)

Particulars	2010-11	2009-10
Total Income	239.23	269.79
Interest & Financial Charges	47.86	86.64
Expenses	73.54	58.43
Depreciation	3.80	3.62
Total Expenditure	125.20	148.69
Profit before Tax(PBT)	114.03	121.10
Provision for Tax	17.86	10.50
Profit after tax (PAT)	96.18	110.60
Paid up Equity Capital	660.96	647.91
Reserves & Surplus	212.07	115.89
Earning per Share	1.46	1.71

Dividend :

Your Board of Directors have decided to plough back of the Profit & accumulated reserves as the same are required for increasing the operation efficiency of the company. Taking into view of current policy of the company, Directors do not recommend any dividend for the financial year 2010-11.

Fixed Deposits:

Your Company has not accepted any deposits from public. There are no unclaimed or unpaid deposits as on 31st March, 2011.

Directors:

1. **Mrs. Sudha Gupta**, Director of the company, retires by rotation at the forthcoming Annual General Meeting and being eligible offers herself for re-appointment.
Yours Directors recommend the appointment of Mrs. Sudha Gupta as a Director for your approval.
2. **Shri. Krishan Kumar Sharma**, Director of the company, retires by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment.

Yours Directors recommend the appointment of Shri Krishan Kumar Sharma as a Director for your approval.

Material Changes:

There are no material changes, affecting the financial position of the company between the end of the financial year of your company to which balance sheet relates and the date of Directors' Report.

Auditors:

M/s. Vidya & Co., Chartered Accountants, the Auditors of the company retires at the forthcoming Annual General Meeting and is eligible for re-appointment. The Audit Committee and your Board recommend their reappointment as Auditors of the Company. The company has received letter from them to the effect that their appointment, if made would be within prescribed limit under Section 224(1B) of the Companies Act, 1956.

Auditors' Report:

The notes to accounts appearing in the schedule and referred to in the Auditors' Report are self explanatory and therefore do not call for any further explanation under Section 217(3) of the Companies Act 1956.

Compliance with Accounting Standards

The company prepares its accounts and other Financial Statements in accordance with the relevant Accounting Principles and also complies with the Accounting Standards issued by the Institute of Chartered Accountants of India.

Dematerialization of Share:

As the members are aware, your company's shares are tradable compulsorily in electronic form. Accordingly, your company has established connectivity with both the depositories i.e. National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). Members may avail the facility of dematerialization of company's shares on either of the Depositories as aforesaid.

The Company confirms that the annual custodian fees to the Depositories have been paid & is upto date.

Directors' Responsibility Statement:

Pursuant to Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- i) That in the preparation of the accounts for the financial year ended 31st March, 2011, the applicable accounting standards have been followed along with proper explanation relating to material departures.

- ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) That the Director have prepared the accounts for the Financial year ended 31st March, 2011 on 'going concern' basis.

Personnel:

Relations with the employees continued to be cordial throughout the year. Your directors wish to place on record their deep appreciation of the dedicated and efficient services rendered by the staff and work force of the Company.

Your Company has no employee drawing remuneration as prescribed under section 217 (2A) of the Companies Act, 1956 during the year under review.

Conservation of Energy, Technology Absorption:

Particulars under Companies (Disclosures of Particulars in the Board of Directors) Rules, 1988, on conservation of energy, technology absorption are not applicable to the Company.

Foreign Exchange Earnings and Outgo:

Foreign Exchange Earnings and Outgo: Nil

Corporate Governance:

A Report on Corporate Governance appears in this Annual Report. A certificate from Statutory Auditors M/s. Vidya & Co., Chartered Accountants, with regard to Compliance of the Corporate Governance code by your company is annexed hereto as Annexure and forms part of this report.

Acknowledgement:

Your directors take this opportunity to offer their sincere thanks to the bankers of the company, business associates, vendors, shareholders, employees and esteemed clients for their unstinted support and assistance and look forward to the same in the times ahead.

By Order of the Board of Director

(RAMA GUPTA)
Chairman

Place: Delhi

Dated: 06-09-2011

MANAGEMENT DISCUSSION & ANALYSIS REPORT

DISCLAIMER

Readers are cautioned that this discussion and analysis contains forward-looking statements that involve risks and uncertainties. When used in this discussion, the words "anticipate", "believe", "estimate", "intend", "will", and "expected" and other similar expressions as they relate to the Company or its business are intended to identify such forward looking statements. The Company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of performances or achievements and risks and opportunities could differ materially from those expressed or implied in such forward looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of their date. The following discussion and analysis should be read in conjunction with the Company's financial statements included and notes thereto.

BUSINESS OPERATIONS

Your Company operates in trading business that relates to purchase and sale of different types of fabrics & fibers e.g. yarn, jute, Sofa Fabrics, Cotton Fabrics & Grey Clothes, Iron & Steels, Ferrous & Non-Ferrous metals and their products. Your Company has also engaged in the business of manufacturing of high & low tension insulators. Further the company will engage itself in the field of Infrastructure & Real Estate Development.

REVIEW OF OPERATIONS

The Company during the period under review mainly concentrated on the trading business of different types of fabrics & ferrous. The Turnover during the period under review was Rs 5260.86 Lacs and it earned a Profit after Tax of Rs 96.18 Lacs for the period under review.

RESOURCES AND LIQUIDITY

Your Company presently maintains conservative financial profile so as to build its future based on sound financial resources.

OPPORTUNITIES

Your Directors are keenly conscious of the emerging opportunities in the business arena; together we shall endeavor to take best of every good opportunity in very best interest of our shareholders.

HUMAN RESOURCES

The Company has a team driven work process with completely flat organization structure. This not only helps us nurture leaders but also give us capable and assured colleagues at all levels.

VALUE CREATION

Your Company is continuously striving to create value in all spheres of its activities. This encompasses not only value for its customers but also for its stakeholders. The Company has adopted Accounting Standards incorporating international best practices and have moved towards transparency in its reporting. We will continuously endeavor to provide insight on the operation of the Company to aid all stakeholders.

By Order of the Board of Director

Place: Delhi

Dated: 06-09-2011

(RAMA GUPTA)
Chairman

REPORT ON CORPORATE GOVERNANCE

The Securities and Exchange Board of India (SEBI) regulates Corporate Governance practices of companies listed on the Indian Stock Exchanges. These regulations are notified under Clause 49 of the Listing Agreements of all the Stock Exchanges in the country. They specify the standards that Indian companies have to meet and the disclosures that they have to make, with regards to corporate governances. CCL International Limited ('the company') has established systems and procedures to comply in letter and spirit with the provisions of Clause 49 of the Listing Agreement. This chapter, along with the chapters on Additional Shareholders information and Management Discussion and Analysis, Report Company's compliance in this regard.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company is committed to executing sustainable business practices and creating long-life value for all its stakeholders. To pursue this objective, the Company remains steadfast in its value systems that incorporate integrity, transparency and fairness across all its business activities.

The company continues to focus on its commitments towards the development of the community where it operates. It has adopted best practices towards preserving the environment and adherence to the highest safety standards remains a focus area across all operations. Company's value systems are based on the foundation of fair and ethical practices in all its dealings with stakeholders including customers, vendors, contractors, suppliers and all other who are part of the Company's business value chain.

Towards this end, all Directors and Senior Management are committed to the company's code of Conduct, the compliance to which is periodically reviewed.

2. BOARD OF DIRECTORS

COMPOSITION OF THE BOARD

As on 31st March 2011, the Company's Board Comprised Seven directors, including Six Non- Executive, Four of whom are also independent. The Chairman of the Board is a Non- Executive Director. All the Directors of the Company are entrusted with rich experience in a wide spectrum of functions including management & finance.

The composition of the Board is in conformity with Clause 49 of the listing agreement, which stipulates that 50 per cent of the Board should comprise Non- Executive Directors, and if the Chairman is Executive, one half of the Board should be independent.

As mandated by the Clause 49, the independent directors on the Company's Board:

- Apart from receiving Directors remuneration, do not have any material pecuniary relationships or transactions with the Company, its Promoters, its Directors, its Senior Management or its holding Company, its subsidiaries and associates which may affect independence of the Directors.

- Are not related to promoters or persons occupying management positions at the Board level or at one level below the Board.
- Have not been the executives of the Company in the immediate preceding three financial years.
- Are not partners or executives, or were not partners or executives, during the preceding three years of the:
 - Statutory audit firm or the internal audit firm that is associated with the Company.
 - Legal firm(s) and consulting firm(s) that have a material association with the Company.
 - Are not material suppliers, service providers or customers or lessors or lessees of the Company which may affect independence of the Directors.
 - Are not substantial shareholders of the Company i.e. do not own two percent or more of the block of voting shares.
- Are not less than 21 years of Age.

During the course of year there was a change in the composition of the Board. Mr. Sunil Bhati resigned from the directorship as a Director of the Company.

As mandated by the Clause 49, None of the directors are members of more than ten Board level committees of public limited Indian companies; Nor are they chairman of more than five committees in which they are members.

Composition, Category and Attendance of Directors at Board Meetings, Last Annual General Meeting (AGM) and number of other Directorships and Chairmanships/Memberships of Committees of each Director in Various Companies as on 31.03.2011:-

S. No	Name of the Directors	Category of Directorship	No. of Board Meetings attended	No. of Directorships in other Public Companies	No. of committee Positions held in other Public Companies.		Last AGM Attended	Relationship Inter se
					Chairman	Member		
1.	Rama Gupta	Chairman & Managing Director	11	3	Nil	Nil	Yes	Related as Mother of Sh. Akash Gupta
2	Anil Kumar	Non-Executive Director	6	1	Nil	Nil	NA	Related as husband of Smt. Rama Gupta & Father of Sh. Akash Gupta
3	Arvind Sharma	Non-Executive, Independent, Director,	11	Nil	Nil	Nil	Yes	Not related to any Director

4	Sudha Gupta	Non-Executive, Independent, Director,	9	Nil	Nil	Nil	Yes	Not related to any Director
5	Akash Gupta	Executive, Independent, Director,	11	1	Nil	Nil	Yes	Related as son of Smt. Rama Gupta
6	Krishan Kumar Sharma	Non-Executive, Independent, Director,	03	Nil	Nil	Nil	NA	Not related to any Director
7.	Mool Chand Garg	Non-Executive Independent Director	03	Nil	Nil	Nil	NA	Not related to any Director
8.	Sunil Singh Bhati*	Non-Executive, Independent Director	01	Nil	Nil	Nil	NA	Not related to any Director

*Sh. Sunil Bhati resigned from the Board w.e.f 25.05.2011

None of the Directors on the Board is a member of more than ten Committees and Chairman of more than five committees (as specified in Clause 49) across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by the Directors.

During 2010-11, the Company did not have any material pecuniary relationship or transactions with Non-Executive Directors.

• Directors who join the office during the Year ended 31st March 2011:-

S. No	Name of the Directors	Category of Director	No. of Board Meetings attended	No. of other directorships in Limited Companies	Committee Memberships	Committee Chairmanship	Last AGM Attended
1.	Anil Kumar	Non-Executive Director	06	Nil	Nil	Nil	NA
2.	Mool Chand Garg	Non-Executive Independent Director	03	Nil	Nil	Nil	NA
3.	Sunil Bhati*	Non-Executive Independent	01	Nil	Nil	Nil	NA

* Sunil Bhati resigned from the Board w.e.f 25.05.2011

BOARD PROCEDURE

A detail agenda is sent to each Director in advance of Board and Committee meetings to enable the directors to discharge their responsibilities effectively. During the financial year 2010-11 the Board met **Eleven times**. The maximum time gap between any two meetings was not more than three months. The Details of Board Meetings held during the Financial Year 2010-11 are given in following tables.

Number of Board Meetings held and the dates on which held

S.No	Date of Meeting	Total Members	Attended By
1.	30.04.2010	5	5
2.	15.05.2010	5	5
3.	08.06.2010	6	6
4.	31.07.2010	6	6
5.	25.08.2010	5	5
6.	30.10.2010	6	6
7.	09.11.2010	6	6
8.	31.01.2011	6	6
9.	25.02.2011	5	5
10.	08.03.2011	6	6
11.	19.03.2011	5	5

COMMITTEE OF THE BOARD

To facilitate expeditious decision making with focused attention on the affairs of the Company, the Board has constituted the following committees with distinct roles, accountabilities and authorities:

- a) Audit Committee of the Board
- b) Share Transfer Committee
- c) Remuneration Committee

a) Audit Committee

The Board has a well constituted Audit Committee which is in accordance to Section 292A read with Clause 49 of Listing Agreement. The role, term of reference, authority and powers of the Audit Committee are in conformity with the requirements of The Companies Act, 1956 and listing agreement. The Audit Committee of the Company, inter-alia, provides assurance to the Board on the existence and adequacy of an effective internal control systems that ensures:-

- Efficiency and effectiveness of operations.
- Safeguarding of assets and adequacy of provisions for all liabilities.
- Reliability of all financial and other management information and adequacy of disclosures.
- Compliance with all relevant statutes.

Composition and Attendance

The Audit Committee comprises of Six Non-Executive Directors. The Composition of Audit Committee during the Financial Year 2010-2011 was as follows:

S.No	Name	Status	Category of Membership
1	Sudha Gupta	Chairman	Non-Executive, Independent Director
2	Anil Kumar	Member	Non-Executive Director
3	Rama Gupta	Member	Non- Executive, Non-Independent Director
4.	Mool Chand Garg	Member	Non-Executive , Independent Director
5	Arvind Sharma	Member	Non- Executive , Independent Director
6.	Krishan Kumar Sharma	Member	Non- Executive, Independent Director

The Audit committee had met 5 times during the Financial Year 2010-2011. The attendance of the meetings is as under:

S.No	Name of the Director	No. of Meetings attended	Dates of Meetings
1	Sudha Gupta	5	30-04-2010 22-07-2010 28-08-2010 12-10-2010 28-01-2011
2	Arvind Sharma	3	30-04-2010 12-10-2010 28-01-2011
3	Rama Gupta	5	30-04-2010 22-07-2010 28-08-2010 12-10-2010 28-01-2011
4	Krishan Kumar Sharma	3	28-08-2010 12-10-2010 28-01-2011
5	Anil Kumar	3	28-08-2010 12-10-2010 28-01-2011
6	Mool Chand Garg	2	12-10-2010 28-01-2011

Role of Audit Committee & Review of Information by Audit Committee

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure correct, sufficient and credible financial information.
- Recommendation to the board the appointment, reappointment or replacement of statutory auditors and the setting of audit fees.

- Approval of payment to statutory auditors for any other services rendered by the statutory auditors
- Reviewing, with management, the annual financial information before submission to the Board for approval, with particular reference to:
 - 1) Matters required to be included in the Directors Responsibility Statement in the Board report pursuant to clause(2AA) of Section 217 of the Companies Act
 - 2) Changes, if any, in accounting policies and practices and reasons for such changes.
 - 3) Major accounting entries involving estimates based on the exercise of judgment by the Company's management.
 - 4) Any significant adjustments made in the financial information arising out of audit findings.
 - 5) Compliance with listing and other legal or regulatory requirements relating to financial information.
 - 6) Disclosure of any 'related party transactions as such term is defined in Accounting Standard 18 Related Party Transactions, issued by the Institute of Chartered Accountants of India; and
 - 7) Any qualification in the draft audit report.
- Reviewing, with management, the quarterly financial information before submission to the Board for approval.
- Reviewing with management the performance of statutory auditors and the adequacy of the internal control systems of the Company.
- Having pre-audit discussions with the statutory auditors as to the nature and scope of audit, and post-audit discussions to ascertain any areas of concern.
- Reviewing the Company's financial & risk management policies.
- Carrying out any other functions as the board may from time to time refer to the Audit committee
- Reviewing the Management Discussion and Analysis of the financial conditions and results of operations.

Powers of Audit Committee

Audit Committee shall have following powers:-

- To investigate any activity within its terms of reference.
- To seek any information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if considered necessary.

b) Shareholders/Investors Grievance Committee:

Company has a Share Transfer Committee consisting of Sh. Arvind Sharma as its Chairman, and other members being Smt. Rama Gupta, Sh. Krishan Kumar Sharma, Smt. Sudha Gupta, Sh. Mool Chand Garg. This Committee is vested with full powers and authorities to look after share transfer as well as redressal of Investor's grievances. The Committee also oversee the performance of Registrar & Transfer Agent (demat mode) and recommends the measures for overall improvement in the quality of Investor services.

The Shareholders/Investors Committee comprises of Five Non-Executive Directors. The Composition of Share holders/Investors Committee during the Financial Year 2010-2011 was as follows:

S.No	Name	Status	Category of Membership
1	Arvind Sharma	Chairman	Non-Executive ,Independent Director
2	Sudha Gupta	Member	Non-Executive ,Independent Director
3	Mool Chand Garg	Member	Non- Executive, Independent Director
4.	Rama Gupta	Member	Non-Executive , Non-Independent Director
5.	Krishan Kumar Sharma	Member	Non-Executive ,Independent Director

The Shareholders/Investors Committee had met 5 times during the Financial Year 2010-2011. The attendances of the meetings are as under:

S.No	Name of the Director	No. of Meetings attended	Dates of Meetings
1	Arvind Sharma	5	30-04-2010 22-07-2010 28-08-2010 12-10-2010 28-01-2011
2	Sudha Gupta	2	30-04-2010 12-10-2010
3.	Mool Chand Garg	2	12-10-2010 28-01-2011
4.	Rama Gupta	5	30-04-2010 22-07-2010 28-08-2010 12-10-2010 28-01-2011
5.	Krishan Kumar Sharma	3	30-04-2010 22-07-2010 28-01-2011

The details of shareholders quarries/complaints received during the financial year are given as below

No. of Investors quarries/ complained in the year 2010-11.	Pending at the end of year	No.of pending share transfer
NIL	NIL	NIL

c) Remuneration Committee

The Board constituted a Remuneration Committee pursuant to Clause 49 of Listing Agreement. The role, term of reference, authority and powers of the Remuneration Committee are in conformity with the requirements of Schedule XIII of The Companies Act, 1956 and listing agreement.

The committee comprised of Three Non-Executive Directors from whom two are independent. The chairman of the Committee is a Non- Executive Independent Director nominated by the Board. The power and role of the remuneration Committee is as per guidelines set out in listing agreement.

The Broad terms of reference of the Remuneration Committee are:-

- Determining remuneration packages payable to Executive/ Managing Director of the Company.
- Determining remuneration packages payable to key managerial personnel of the Company.

The Composition of Remuneration Committee during the Financial Year 2010-2011 was as follows:-

S.No	Name	Status	Category of Membership
1	Sh. Krishan Kumar Sharma	Chairman	Non-Executive Independent Director
2	Sh. Arvind Sharma	Member	Non-Executive Independent Director
3	Smt. Rama Gupta	Member	Non- Executive Non- Independent Director

The Remuneration Committee had meet 2 times during the Financial Year 2010-2011. The attendances of the meetings are as under:-

S.No	Name of the Director	No. of Meetings attended	Dates of Meetings
1	Sh. Krishan Kumar Sharma	2	12-10-2010 28-01-2011
2	Sh. Arvind Sharma	2	12-10-2010 28-01-2011
3	Smt. Rama Gupta	2	12-10-2010 28-01-2011

The Non- Executive Directors have not drawn any remuneration from the Company, except sitting fees for attending the Board meeting of the Board.

The details of Remuneration paid to Director during the Financial Year ended 31st March 2011.

Name/age (Yrs)	Salary (Rs.)	Perquisites and other Benefits	Commission	Total (Rs.)
Akash Gupta (23)	4,80,000	1,20,000	NIL	6,00,000/-

3. MANAGEMENT

A. The Management Discussion and Analysis Report.

The annual report has a detailed chapter on Management Discussion and Analysis.

B. Disclosures by Management to the Board.

The Company follows the accounting standards and guidelines laid down by the Institute of Chartered Accountants of India in preparation of its financial statements. No material, financial and commercial

transactions were reported by the management to the Board, in which the management had any personal interest that either had or could have had a conflict with the interest of the Company at large.

During the year under review no transaction of material nature has been entered into by the Company with its promoters, Directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the Company. Transactions with related parties are disclosed in notes to accounts in the Annual Report. All transactions with group companies have been done at arm's length.

C. CEO/CFO Certification

The Certificate in compliance with Clause 49(V) of the Listing Agreement was placed before the Board of Directors.

4. SHAREHOLDERS INFORMATION:

A. Disclosure Regarding Directors

During the year under review there was a change in the composition of the Board of Directors. The brief resumes of the Directors of the Company are given below.

- **Smt. Rama Gupta (45)** is Post Graduate in Master of Arts & B.Ed. and has over 10 years of experience in the area of Management & allied Field.
- **Sh. Akash Gupta (23)** is B. Tech in Computer Science from a reputed institute of Greater Noida. He is expert in Public Relationship and has good skills to manage people.
- **Sh. Arvind Sharma (42)** is B. Tech in Civil Engineering. He is a person of Technical knowledge.
- **Mrs. Sudha Gupta (31)** is a Associate Member of the Institute of Company Secretaries of India (ICSI) & the Associate Member of The Institute of Chartered Accountants of India (ICAI). She has a experience of more than 4 years as a Company Secretary and also practicing as a Chartered Accountants since from last 2 years.
- **Sh. Krishan Kumar Sharma (66)** is Post Graduate in Science (M.Sc) and have technical experience of managing Industries.
- **Sh. Anil Kumar (46)** is a Fellow Member of The Institute of Chartered Accountants of India (ICAI) he has a experience of more than 24 years as a practicing as a Chartered Accountants.
- **Sh. Mool Chand Garg (52)** is expert in Public Relationship and has good communication skills to manage people.

B. Reappointment of Directors

Mrs. Sudha Gupta (31) is an Associate Member of the Institute of Company Secretaries of India (ICSI) & the Associate Member of The Institute of Chartered Accountants of India (ICAI). She has a experience of more than 4 years as a Company Secretary and also practicing as a Chartered Accountants since from last 2 years.

Mrs. Sudha Gupta is liable to retire by rotation at forthcoming Annual General Meeting, who being eligible is reappointed as the director of the Company.

Sh. Krishan Kumar Sharma (66) is Post Graduate in Science (M.Sc) and have technical experience of managing Industries.

Sh. Krishan Kumar Sharma is liable to retire by rotation at forthcoming Annual General Meeting, who being eligible is reappointed as the director of the Company.

C. Means of Communication:

The Company publishes its notices, quarterly and annual result in the Financial Express and Money Maker (English) and the Amritvarsha and Dhanlakshmi (Hindi).

D. Investor Grievances:

The Investor grievance cell works under the Control & supervision of Share transfer Committee. The status of compliance is reported to Board of Directors through the minutes of Share Transfer Committee.

E. Shares Transfer

The Company has entered into an agreement with M/s. Alankit Assignments Ltd., Delhi to handle Share transfer for both physical as well as demat mode. All requests in demat mode are processed in 15 days as per stipulation of National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL).

Pursuant to Clause 47 (c) of the Listing Agreement with the Stock Exchanges, on half yearly basis, certificates have been issued by a company Secretary-in-Practice for due compliance of share transfer formalities by the Company. Further Secretarial Audit is done on a quarterly basis for reconciliation of share capital of the company.

F. Disclosure of Non Compliance by the Company:

The company has complied with all the requirements of regulatory authorities. There was no instance of non compliance or penalty structures imposed on the Company by Stock Exchange or SEBI or any other statutory authority during the year under the review.

G. General Body Meeting

The details of location and time for last three Annual General Meeting are given as under:

Year	Location	Date	Time
2007-08	30, Bharti Artist Colony, Main Vikas Marg , Delhi-110092 ,	25 th September,2008	3:30P.M
2008-09	30, Bharti Artist Colony, Main Vikas Marg , Delhi-110092	29 th September,2009	3:30P.M
2009-10	GGs Fast Food & Banquet, Plot-14, Disrict Centre, Laxmi Nagar, Delhi-110092,	24 th September,2010	10:00A.M

H. Details of Special Resolutions Passed In Previous Three Annual General Meetings

The details of Special Resolutions passed in previous three Annual General Meetings are given us under:

Year	Description of Special Resolution	Date of Passing
2008-09	Change of Name	30-09-2008
	Change of Main Object	30-09-2008
	Transfer of absolute control of the company in pursuance of Regulation 12 of SEBI(SAST) Regulation, 1997	30-09-2008
2009-10	NIL	NIL
2010-2011	Appointment of Managing Director	24-09-2010
	Delisting of Equity Shares from JSE & ASE	24-09-2010
	Split of Equity Shares of company	24-09-2010

I. Details of Resolutions Passed Through Postal Ballot in Last Three Years

Year	Description of Resolution Passed	Date of Passing
2008-09	Change of Name	30-09-2008
	Change of Main Object	30-09-2008
	Transfer of absolute control of the company in pursuance of Regulation 12 of SEBI(SAST) Regulation, 1997	30-09-2008
2009-10	NIL	NIL
2010-11	NIL	NIL

ADDITIONAL SHAREHOLDERS INFORMATION

Annual General Meeting:

Venue: G.G.S Fast Food and Banquet
Plot No. 14, Laxmi Nagar, Delhi-92

Date: 30th September 2011

Time: 10:00 A.M

Financial Calendar:

Financial Year: 1st April to 31st March

Table-10

S.No	Results	For Year 31 st March 2011 were announced on	For Year 31 st March 2012 announced/ will be announced on #
A	First Quarter	31 st July 2010	1 st August 2011
B	Second Quarter	30 th October, 2010	2 nd Week of November 2011

C	Third Quarter	31 st January 2011	2 nd Week of February 2012
D	Fourth Quarter	30 th May 2011	2 nd week of May 2012
E	Annual General Meeting	24 th September 2010	30 th September 2012

Within 45 days of the end of the quarter as per latest clause 41 of the Listing Agreement.

Book Closure

The Book Closure period is from 24th September, 2011 to 30th September 2011. (Both days inclusive)

Dividend

Not applicable

Listing on Stock Exchange

The Company's equity shares are listed on
The Stock Exchange Ltd., Mumbai

Script Code: 531900

Delhi Stock Exchange Association Limited

The Stock Exchange, Ahmadabad

Jaipur Stock Exchange Limited.

The ISIN Number (Demat) on NSDL and CDSL is INE778E01023

Stock Data: Available at BSE.

Year 2010-11	BSE			
	Months	High (Rs)	Low (Rs)	Volume of Shares Traded (No's)
April 2010		96.85	87.55	20578
May 2010		111.00	86.50	18712
June 2010		116.00	90.00	89987
July 2010		148.80	97.00	86385
August 2010		173.80	85.20	5050614
September 2010		92.65	67.65	774771
October 2010		71.65	49.20	269226
November 2010		58.00	42.00	107277
December 2010		50.95	38.10	98026
January 2011		43.80	33.60	48570
February 2011		40.00	28.00	66764
March 2011		55.25	29	652261

Distribution of Shareholding as on 31st March 2011

S.No	Category	No. of Shares Held	%age of Shareholding
A.	Promoters Holding		
1.	Promoters		
	Indian Promoters	940010	13.881
	Foreign Promoters	-	-
2.	Person acting in Concert	-	-
	SUB- TOTAL (A)	940010	13.881
B.	Non- Promoters Holding		
3.	Institutional Investors		
	Mutual Funds and UTI	-	-
	Banks, Financial Institutions	-	-
	Insurance companies, central/ State Govt. Institutions/ Non-Government Institutions	-	-
	FII's	-	-
	SUB-TOTAL (B3)	-	-
4.	Others		
	Private Body Corporates	1927480	28.462
	Indian Public	3902610	57.628
	NRIs (Including Foreign Company)	2000	.030
	SUB-TOTAL (B4)	5832090	86.12
	SUB- TOTAL (B)(3+4)	5832090	86.12
	GRAND TOTAL (A+B)	6772100	100.00

Distribution of Shareholding as on 31st March 2011

S.No	Range of Shares	No of Share Holders	% of Share Holders	No of Shares Held	% of Share holding
1.	Upto 5000	1931	86.17	599656	8.85
2.	5001-10000	99	4.48	249312	3.68
3.	10001-50000	82	3.66	2002886	29.58
4.	50001-100000	28	1.23	625580	9.24
5.	100001-and above	101	4.51	3294666	48.65
6.					
	TOTAL	2241	100.00	6772100	100.00

Shares held in dematerialized and physical form

The Shares of the Company are traded compulsory in demat. As on the date of report 57,64,010 shares of the Company aggregating 85.11% of the total Equity Capital is held by shareholders in dematerialized mode. Remaining 10,08,090 Shares representing 14.89% held in physical form.

Outstanding GDR/ADRs/ Warrants or convertibles Instruments: Not applicable.

Address for correspondence:**i) Registrar (for Demat mode)**

Alankit Assignment Ltd.
2E/21, Alankit House, Jhandwalan Extn.
Delhi-110055.
Ph.011-24541234, 23541234.

iii) Corporate Office:

C-42, R.D.C, Raj Nagar,
Ghaziabad-201002

ii) Company (For general assistance)

CCL International Limited

Registered Office:

30, Bharti Artist Colony,
Main Vikas Marg, Delhi-92.
Ph. 011-43020300, 43020318
Fax: 011-22424291

Chairman's Declaration

I, Rama Gupta, Chairman of CCL International Limited declare that all Board members and senior management personnel have affirmed compliances with the code of conduct for Board and Senior Management Personnel for the Year ended March 31, 2011.

Date : 06.09.2011

Place: Delhi

RAMA GUPTA
(Chairman)

CERTIFICATE ON CORPORATE GOVERNANCE

As required by clause 49 of the Listing Agreement, the Certificate on Corporate Governance is given as annexure to the Directors' Report.

ANNEXURE TO THE DIRECTOR'S REPORT**TO THE MEMBERS OF CCL INTERNATIONAL LTD.**

We have examined the compliance of conditions of Corporate Governance by CCL International Ltd, for the year ended on 31st March 2011 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The compliance of condition of Corporate Governance is the responsibility of the management. Our examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Managements, we certify that the Company has complied the Corporate Governance as stipulated in the above-mentioned listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency of effectiveness with which the management has conducted the affairs of the Company.

For VIDYA & COMPANY
Chartered Accountants
Firm No. 308022E

(S.P.AGARWAL)
PARTNER
M No. 088663

Date : 31.05.2011
Place: New Delhi

AUDITOR REPORT

TO,
The Members,
CCL INTERNATIONAL LIMITED
New Delhi

1. We have audited the attached Balance Sheet of **CCL INTERNATIONAL LIMITED**, as at 31st March 2011 and also the Profit & Loss Account and Cash Flow Statement for the year ended on that annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion of these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether financial statements are free of material misstatement. An audit include examine on a test basis, evidence supporting the amounts and disclosures in the Financial Statements. An audit also includes assessing the accounting principles used and significant estimates made by the management. As well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the companies (Auditor's Report) Order 2003 , issued by the Department of Company Affairs in terms of sub Section (4A) of section 227 of the Companies Act , 1956 , we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comment in paragraph 3 above, we report that:-
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief are necessary for the purpose of our audit.
 - b. In our opinion, proper books of accounts, as required by law have been kept by the company, so far as appears from our examination of such books.
 - c. The Balance Sheet and the Profit and Loss Account dealt with by this report are in agreement with books of accounts.
 - d. In our opinion, the Balance Sheet and Profit & Loss Account comply with the Accounting Standards referred to in Sub - Section (3C) of Section 211 of the Companies Act, 256.

- e. On the basis of written representation received from the directors and taken on the record by the board of directors, we report that none of director is disqualified as on 31st March 2011 from being appointed as director in terms of section 274(1)(g) of the Companies Act , 1956.
- f. In our Opinion and to the best of our information and according to explanations given to us the said account read with the Notes there to , give the information required by the Companies Act , 1956 in the manner as required and give a true and fair view in conformity with the accounting principles generally accepted in India :-
- (a) In case of Balance Sheet, of the state of affairs of the Company as at 31st March 2011.
- (b) In case of the Profit & Loss Account of the Profit of the Company for the year ended on that date.
- (c) In case of Cash Flow Statement, of the cash flow of the company for the year ended on that date.

For VIDYA & COMPANY
Chartered Accountants
Firm No. 308022E

Date : 31.05.2011
Place: New Delhi

(S.P.AGARWAL)
PARTNER
M No. 088663

ANNEXURE TO THE AUDITOR'S REPORT**ANNEXURE**

Annexure referred to in paragraph 3 of the Auditor's Report of even date to the Members of CCL INTERNATIONAL LIMITED. On the accounts for the year ended 31st March 2011.

- 1(a) The Company has maintained proper records showing full particulars including quantitative details and situations of Fixed Assets.
 - (b) As per the information and explanations given to us, there is a phased program of physical verification of fixed assets adopted by company and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable, having regard to the size of the company and nature of its business.
 - (c) Based on our scrutiny of records of the company and the information and explanations received by us, we report that there was no sale of fixed assets during the financial year ended on 31.03.2011 substantial or otherwise. Hence the question of reporting whether sale of any substantial part of fixed assets has affected the going concern of the company does not arise.
- 2(a) As per the information furnished, the inventories have been physically verified by the management at reasonable intervals during the year. In our opinion, having regard to the nature and location of stocks, the frequency of physical verification is reasonable.
 - (b) In our opinion, and according to the information and explanations given to us, procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) The company is maintaining proper records of inventories. In our opinion, the discrepancies verification of stocks were not material in relation to the operation of company and the same have been properly dealt with in the books of accounts.
- 3(a) The Company has not granted any loan, secured or unsecured to companies, firms or other Parties Covered in the register under section 301 of the Act.
 - (b) The company has taken unsecured loan from 2(Two) parties covered in the register Maintain Under section 301 of the companies Act 1956 as explained in point 4 below.
The year end balance of loan taken from such parties was Rs. NIL
 - (c) As per information given to us, unsecured loan taken by the company from parties covered in the register maintained under section 301 of the companies Act,1956 are interest free and other terms and conditions loan taken by the company are prima facie not prejudicial to the interest of the Company.

- (d) As per the information and explanation given to us, the company is regular in payment of principal and being all such loan are interest free, thus no interest is being paid on the above loan.
4. In our opinion and according to information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regards to purchase of stores and fixed assets and for the sale of shares/debentures. During the course of our audit, no major weakness had been noticed in the internal controls.
- 5(a) Based on the audit procedure applied by us and according to the information and explanation provided by the management, we are of the opinion all transactions that need to be entered into the register maintained under section 301 of the Act have been so entered.
- (b) Based of the information and explanations given to us, it is our opinion that these transactions have been made at reasonable process having regards to the prevailing market price.
6. Based on our scrutiny of the company's record and according to the information and explanations provided by the management, the company has not accepted any deposits so far up to 31.03.2011.
7. In our opinion, the company has an internal audit system commensurate with the size of the company and the nature of business.
8. We have been informed by the management, no cost records have been prescribed under section 209(1)(d) of the Companies Act , 1956.
- 9(a) According to the information and explanations given to us and records examined by us, the company is regular in deposition, with the appropriate authorities, undisputed statutory dues including Income Tax, Wealth Tax, Cess and other statutory dues, applicable to it.
- (b) according to information and explanations given to us , no undisputed amount payable in respect of income tax , wealth tax , cess and other statutory dues were outstanding as at 31st March 2011 for a period of more than six months from the date they became payable.
- (c) There are no dues of Sales tax, Income tax / wealth Tax, excise duty/cess, which have been deposited on account of any dispute.
10. The Accumulated losses of the company are not more than fifty percent on its net worth at the end of the financial year. The Company has not incurred any cash loss during the financial year covered by our audit and immediately Proceeding financial year.

11. Based on our audit procedure and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in the repayment of dues to financial institutions or banks or debentures holders as the company has paid all outstanding during the year.
12. Based on our examination of the records and information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company has maintained proper records of transactions and contracts in respect of trading in shares, securities, debentures and other investments and timely entries have been made therein. All shares, debenture and other investments have been held by the Company in its own name except to the extent of exemption granted under section 49 of the Act.
14. Based on our examination of the records and information and explanations given to us, the Company has not given guarantee for loans taken by others from banks or financial institutions.
15. According to the records of the company, no term loan has been obtained by the company. Hence comment under the clause is not called for. According to the information and explanations given to us and on an overall explanation of the balance sheet of the company, we report that no funds raised on short term basis have been used for long term investment by the company.
16. The company has not made any preferential allotment of shares during the year.
17. There are no secured debentures outstanding as at the yearend.
18. The company has not raised any money by public during the period covered by our report. To the best of our knowledge and belief an according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.
19. The company has not issued any secured debentures during the year.
20. The company has not raised any money by public during the period covered by our Report.
21. According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For VIDYA & COMPANY
Chartered Accountants
Firm No. 308022E

(S.P.AGARWAL)
PARTNER

M No. 088663

Date : 31.05.2011

Place: New Delhi

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

BALANCE SHEET AS ON 31ST MARCH 2011

PARTICULARS	SCHEDULE	As At	
		31.03.2011	31.03.2010
I. SOURCE OF FUNDS			
[1] Shareholders' Funds			
(a) Share Capital	1	66096000.00	64791000.00
(b) Reserve & Surplus	2	21206957.53	11589334.62
[2] Loan Funds			
(a) Secured Loans	3	13609501.64	113179.06
(b) Unsecured Loans	4	27253139.00	0.00
	TOTAL Rs.	128165598.17	76493513.68
II. APPLICATION OF FUNDS			
(1) Fixed Assets :	5	42748926.74	13066664.00
(2) Investments	6	6330745.96	15673370.41
(3) Current Assets , Loan & Advances	7		
(a) Inventories		9811780.10	35470244.50
(b) Sundry Debtors		36215794.33	18752826.00
(c) Cash and Bank Balances		17212545.39	32491218.46
(d) Loan & Advances		39675776.82	28973084.19
	TOTAL Rs.	102915896.64	115687373.15
Less : Current Liabilities & Provisions			
(a) Current Liabilities	8	22096940.94	66884727.19
(b) Provisions	9	1800000.00	1101935.00
	TOTAL Rs.	23896940.94	67986662.19
Net Current Assets		79018955.70	47700710.96
(4) Miscellaneous Expenditures		0.00	0.00
(To the extent not written off adjusted)			
(5) Deferred Tax Assets	10	66969.77	52768.31
	TOTAL Rs.	128165598.17	76493513.68
		0.00	0.00
Significant Accounting Policies and Notes on accounts	18		

For & On Behalf of the Board of
CCL INTERNATIONAL LIMITEDFor VIDYA & COMPANY
Chartered Accountants(S.P.AGARWAL)
PARTNER
M No. 088663
Firm No. 308022E
Date : 31.05.2011
Place: New DelhiRAMA GUPTA
(Managing Director)AKASH GUPTA
(Director)ANUJ GUPTA
(CFO)

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH 2011

PARTICULARS	SCHEDULE	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
I. INCOME			
Sales		526086223.00	539988348.25
Other Misc. Income	11	13329621.79	12439908.48
Closing Stock		9811780.10	35470244.50
		<u>549227624.89</u>	<u>587898501.23</u>
II. EXPENDITURE			
Opening Stock	12	35470244.50	71076569.00
Purchases	13	489833994.07	489843044.75
Direct Expenses	14	1041356.55	0.00
Administrative Expenses	15	5735718.73	5230406.97
Selling and Distribution Expenses	16	577206.00	612985.00
Finance Charges	17	4785564.59	8664407.16
Depreciation		380119.00	361533.00
		<u>537824203.44</u>	<u>575788945.88</u>
III. Profit before Tax		11403421.45	12109555.35
IV. Provision for Tax			
-Income Tax		1800000.00	1101935.00
FBT for current year		0.00	0.00
FBT for earlier year		0.00	0.00
-Deferred Tax		-14201.46	-12419.93
-Deferred Tax for Earlier year		0.00	-40348.38
V. Net Profit after Tax		9617622.91	11060388.66
VI. Net Profit/(Loss) B/F from Last Year		9809834.62	-1250554.04
VII. Profit for the Year carried to Balance Sheet		19427457.53	9809834.62
VIII. Basic & Diluted EPS		1.46	1.71
Significant Accounting Policies and Notes on accounts	18		

For & On Behalf of the Board of
CCL INTERNATIONAL LIMITEDFor VIDYA & COMPANY
Chartered Accountants(S.P.AGARWAL)
PARTNER
M No. 088663
Firm No. 308022E
Date : 31.05.2011
Place: New DelhiRAMA GUPTA
(Managing Director)AKASH GUPTA
(Director)ANUJ GUPTA
(CFO)

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

SCHEDULE

	AS AT 31.03.2011	AS AT 31.03.2010
1 SHARE CAPITAL		
<u>AUTHORISED CAPITAL</u>		
8000000 Equity Shares of Rs. 10/- each (Previous Year 8000000 Equity Shares of Rs. 10/- each)	8000000.00	8000000.00
<u>ISSUED CAPITAL</u>		
6849600 Equity Shares of Rs. 10/- each (Previous Year 6849600 Equity Shares of Rs. 10/- each))	6849600.00	6849600.00
<u>SUBSCRIBED CAPITAL</u>		
6772100 Equity Shares of Rs. 10/- each (Previous Year 6772100 Equity Shares of Rs. 10/- each)	6772100.00	6772100.00
<u>PAID UP CAPITAL</u>		
6772100 Equity Shares of Rs. 10/- each (Previous Year 6772100 Equity Shares of Rs. 10/- each)	6772100.00	6772100.00
Less : Allotment Money Receivable	1625000.00	2930000.00
TOTAL Rs.	66096000.00	64791000.00
2 RESERVE & SURPLUS :		
(A) State Investment Subsidy	1779500.00	1779500.00
(B) Profit & Loss Account Balance B/F	19427457.53	9809834.62
TOTAL Rs.	21206957.53	11589334.62
3 SECURED LOAN		
HDFC Bank Car Loan A/c	0.00	113179.06
IDBI Bank OD A/c	13609501.64	0.00
TOTAL Rs.	13609501.64	113179.06
4 UNSECURED LOAN		
Aar Infrastructure Limited	25703139.00	0.00
Western Education Promoters Ltd	1550000.00	0.00
TOTAL Rs.	27253139.00	0.00

CCL INTERNATIONAL LIMITED

2010-2011

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

SCHEDULE - 6

FIXED ASSETS AS ON 31ST MARCH 2011 (RATES AS PER COMPANIES ACT)

Description	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As at 1st 01/04/2010	Addition	Deduction/ Adjustments	As on 31/03/2011	As on 01/04/2010	For the year	As on 31/03/2011	As on 31/03/2010
LAND (Lease Hold)	4279000	20757030	0	25036030	0	0	25036030	4279000
Building under construction	256500	12005	0	268505	0	0	268505	256500
Plant & Machinery	0	9060360	0	9060360	0	0	9060360	0
PLOT (Free Hold)	7143660	0	0	7143660	0	0	7143660	7143660
Vehicles	1708108	0	0	1708108	826476	228255	1054731	881632
Computer & Software	289180	217090	0	506270	190875	86547	277422	98305
Office Equipments	307400	14196	0	321596	75814	33288	109102	231586
Furniture & Fixtures	315195	1700	0	316895	139214	32029	171243	175981
TOTAL Rs.	14299043	30062382	0	44361425	1232379	380119	1612498	13066664
Previous Year Rs	13786690	1624915	1112562	14299043	870846	361533	1232379	13066664
								12915844

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

SCHEDULE	No. of Shares	AS AT	AS AT
		31.03.2011	31.03.2010
		Amount (Rs.)	Amount (Rs.)
5. INVESTMENTS			
Long Term Investment (At Cost)			
(i) Unquoted Shares			
Karnam Tradeventures Pvt. Ltd.	[0 { 10000}]	0	500000
Pinakin Impex Pvt. Ltd.	[0 { 10000}]	0	500000
Saru Precision Wires Pvt. Ltd.	[1000 { 1000}]	50000	50000
AAR Infrastructure Pvt. Limited	[30000 { 30000}]	300000	300000
Karnam texfab pvt. Ltd.	[0 { 10000}]	0	0
(ii) Quoted Shares			
Era Infra Engg. Limited	[58040 { 148040}]	5974546	14317170
Omaxe Limited	[40 { 40}]	6200	6200
(Aggregate market value of Quoted Investments			
Rs. 1,09,51,828/- Previous Year Rs. 2,87,96,434/-)			
Lok housing ltd.		0	0
		6330746	15673370

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

SCHEDULE		AS AT 31.03.2011	AS AT 31.03.2010
7 (a)	CURRENT ASSETS		
	INVENTORIES		
	(As per inventories taken , valued , and certified by the Management)		
	Work in Progress	2130243.55	0.00
	Stock in trade - Fabrics	5882752.00	35470244.50
	Stock in trade - Ferrous & Non Ferrous Metal	1049083.00	0.00
	Stock in trade - Iron & Steels	749701.55	0.00
	TOTAL Rs.	9811780.10	35470244.50
(b)	SUNDRY DEBTORS		
	(Unsecured , considered goods)		
	Outstanding for a period exceeding six months	8246461.00	6430000.00
	Others	27969333.33	12322826.00
	TOTAL Rs.	36215794.33	18752826.00
(c)	CASH & BANK BALANCES		
	Cash in Hand	1151759.50	3080175.15
	Bank Balance with Scheduled Banks in C/A	1102900.69	12013467.11
	bank balance with unscheduled bank		
	(Maximum balance during the year Rs. 503551.58 previous Rs.19026/-)		
	FDR A/C & Interest Accrued thereon	14957885.20	17397576.20
	TOTAL Rs.	17212545.39	32491218.46
(d)	LOANS & ADVANCES		
	(Unsecured , Considered goods)		
	(Advance Recoverable in Cash or in kind or for value to be received)		
	Interoperate & Other Loan & Advances	32079320.19	23851571.19
	Share Application Money	900000.00	900000.00
	Prepaid Expenses	0.00	4317.00
	TDS /Advance Tax	4561601.00	3890533.00
	VAT	795846.00	0.00
	VAT on Capital Goods	17207.10	0.00
	L.C. Margin Account	72436.53	92797.00
	Security Deposits	33866.00	33866.00
	sales tax deposits (again stay)	0.00	0.00
	NSC 2010-2011	20000.00	0.00
	Security Deposits with Electricity Board	1195500.00	0.00
	Tender Application Money	0.00	200000.00
	TOTAL Rs.	39675776.82	28973084.19

8	CURRENT LIABILITIES AND PROVISIONS		
	CURRENT LIABILITIES		
	Sundry Creditors	21572560.00	66543330.15
	Sundry Creditors for expenses advance from customers	454214.94	307876.04
	Cheque issued but not present	0.00	0.00
	Out Standing Liabilities (TDS Payable)	70166.00	33521.00
	TOTAL Rs.	22096940.94	66884727.19
9	PROVISIONS		
	Provision for Taxation	1800000.00	1101935.00
	Provision for FBT	0.00	0.00
	TOTAL Rs.	1800000.00	1101935.00
10.	DEFERRED TAX ASSETS		
	Deferred Tax Assets for earlier year	52768.31	40348.38
	Add : Deferred Tax for the Year	14201.46	12419.93
	TOTAL Rs.	66969.77	52768.31

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

SCHEDULE		YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
11. SALES			
	Ferrous and Non Ferrous Metals	57887744.50	0.00
	Fabrics	468198478.50	539988348.25
	TOTAL Rs.	526086223.00	539988348.25
12. OTHER INCOME			
	Interest on FDR	1421781.00	1629322.00
	Interest on Loan & Other Deposits	648565.00	1208734.00
	Rebate and Discount	957.55	0.00
	Dividend	55216.00	89216.00
	Long Term Capital Gain from Shares/Land	11203102.24	9512636.48
	Profit from dealing with shares/properties(net)	0.00	0.00
	TOTAL Rs.	13329621.79	12439908.48
13. PURCHASES			
	Raw Material	1305324.00	0.00
	Ferrous and Non Ferrous Metals	58147856.07	0.00
	Fabrics	430380814.00	489843044.75
	TOTAL Rs.	489833994.07	489843044.75
14. DIRECT EXPENSES			
	Entry Tax	28078.00	0.00
	Consumable Goods	52116.55	0.00
	Electricity Expenses	177363.00	0.00
	Wages	539600.00	0.00
	Freight Inward	244199.00	0.00
	TOTAL Rs.	1041356.55	0.00
15. ADMINISTRATIVE EXPENSES			
	Advertisement	49319.00	25411.00
	Auditors Remuneration	27575.00	19854.00
	AGM Expenses	10000.00	0.00
	Vehicle Running & Maintenance	447307.00	284877.67
	Computer Maintenance Charges	24555.00	38250.00
	Conveyance Allowance to Directors	120000.00	45000.00
	Demat Charges	178.90	0.00
	Donation	10000.00	32000.00
	Director Remuneration	480000.00	405000.00
	Electricity & Water Expenses	96036.00	125003.00
	Fees & Subscription	35865.00	18303.00
	Generator Running Expenses	57662.00	26100.00
	Legal & Professional Charges	341310.00	112725.00
	Listing Fees & Custodian Charges	60665.00	549635.00
	Inspection Fees	50000.00	0.00
	Miscellaneous Expenses	44500.61	35609.44
	Newspaper & Periodicals	2440.00	4980.00
	Office Rent	150000.00	120000.00

CCL INTERNATIONAL LIMITED

2010-2011

RTA Charges	34784.00	32296.00
Postage & Courier	10567.00	10085.00
Printing & Stationery	103353.00	45528.00
Staff Salaries	2920900.00	3005712.00
Staff Welfare	171931.65	129883.50
Sample & Testing	174914.00	0.00
Stipend for Practicing CS	52600.00	0.00
Telephone Expenses	95095.57	77468.36
Tender Fees	34580.00	0.00
Travelling & Conveyance	129580.00	86686.00
	<u>5735718.73</u>	<u>5230406.97</u>

16. SELLING & DISTRIBUTION EXPENSES

Freight & Cartage/Loading & Unloading Charges	485093.00	550700.00
Cutting Expenses	6370.00	0.00
Sales Promotion	85743.00	62285.00
Godown rent account	0.00	0.00
Packing expenses	0.00	0.00
	<u>577206.00</u>	<u>612985.00</u>

17. FINANCE CHARGES

Interest paid to Bank	655854.34	409024.23
Interest paid to others	353456.94	0.00
Bank Charges	54042.86	152133.80
L.C. Discounting Charges	3722210.45	8103249.13
	<u>4785564.59</u>	<u>8664407.16</u>

For VIDYA & COMPANY
Chartered Accountants

For & On Behalf of the Board of
CCL INTERNATIONAL LIMITED

(S.P.AGARWAL)
PARTNER
M No. 088663
Firm No. 308022E
Date : 31.05.2011
Place: New Delhi

RAMA GUPTA
(Managing Director)

AKASH GUPTA
(Director)

ANUJ GUPTA
(CFO)

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS**I. SIGNIFICANT ACCOUNTING POLICIES****Basis of preparation of financial statements**

The financial statements have been prepared to comply in all material respects with the mandatory Accounting Standards issued by the ICAI and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under historical cost convention on accrual basis and on the assumption of going concern basis. The accounting policies have been consistently followed by the company and are consistent with those applied in the previous year.

Inventories

The value of various categories of inventories is arrived at as follows:

- Raw material, consumables and stores and spares are valued at the lower of cost or net realizable value.
- Work in progress is valued by taking cost of material used and labour charges incurred upto the stage of constructions and other related cost wherever applicable subject to their estimated net realizable value.
- Finished goods are valued at the lower of cost or net realizable value.
- Company has followed FIFO basis of valuation of its stock sold.

Contingencies and Provisions

A provision is recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

Prior Period Items

Prior period items arisen in the current year as a result of errors or omission in the preparation of the financial statements of prior period(s) are separately disclosed in the profit & loss account.

Revenue Recognition

- Revenues / Incomes and Cost / Expenditures are generally accounted on accrual basis, as they are earned or incurred.
- Revenues from sales are recognized on transfer of significant risk and rewards.

Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses. Cost comprises purchase price, duties, levies and any other cost relating to the acquisition and installation of the asset. Fixed assets under construction are treated as soon the assets become operational and ready for use. Borrowing cost, if any, directly attributable to the acquisition and / or construction of fixed asset, until the date assets are ready for its intended use, are capitalized as a part of the cost of that asset subject to the provisions of impairment of the assets.

Depreciation

Depreciation on fixed assets is charged, on pro-rata, on the Written down Value Method in accordance with those specified in Schedule XIV of The Companies Act, 1956.

Foreign Currency Transaction

Foreign currency transaction is recorded at the rates of exchange prevailing on the date of the transactions. Exchange differences arising on foreign currency transactions are recognized as income or as expenses and accordingly debited or credited to profit and loss account.

Investments

- a) The cost of an investment includes incidental expenses like brokerage, fees, and duties incurred prior to acquisition.
- b) Long term investments are shown at cost. Provision for diminution is made only if, in opinion of the management such a decline other than temporary.
- c) Investment which are intended to be held for less than one year are classified as current investments and are carried at lower of cost and fair value determined on an individual investment basis.
- d) Advance for share application money are classified under the head "Investment".

Retirement and other Employees' Benefits

Contribution to the P.F. / E.S.I. are made at a pre determined rate and charged to profit and loss account. Gratuity is accounted for on pay-as-you-go basis.

Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as a part of the cost of that asset subject to the provisions of impairment of the assets and other borrowing cost are recognized as an expense in the period in which they are incurred.

Related Party Transaction

In related party transactions all the material information as required by the Accounting Standards (AS) – 18 are given to disclose the effect on the financial position and operating results of the Company.

Earning Per Share

Basic Earning Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares during the period. To calculate Diluted Earning Per Share, share application money pending allotment as at the balance sheet date, which is not kept separately and is being utilized in the business is treated as dilutive equity shares.

Taxation

Tax expense comprises of Current Tax, Deferred Tax and FBT. Provision for current tax is made on the assessable income at the tax rate applicable to the relevant assessment year.

Deferred Taxes are recognized for the future tax consequences attributable to timing differences and their recognition for tax purpose. The effect of a change in tax rates on Deferred Tax Assets / Liabilities is recognized in income using the tax rates and tax laws that have been enacted or substantively enacted by balance sheet date.

Deferred Tax Assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such Deferred Tax can be realized. However, Deferred Tax Assets arising from brought forward and depreciation are recognized only when there is virtual certainty supported by convincing evidence that such assets will be realized in foreseeable future.

Research and Development

All expenses pertaining to research are charged to the profit and loss account in the year in which they are incurred. All expenses pertaining to development are recognized if, and only if, future economic benefits from the asset are probable otherwise these expenses are charged to the profit and loss account in the year in which they are incurred.

Joint Ventures

- i) Interest in Jointly Controlled Operations
Assets that it controls and the liabilities that it incurs, expenses that it incurs and its share of income that it earns from the joint ventures is recognized in its Separate Financial Statements; and
- ii) Interest in Jointly Controlled Entities
Interest in such entity is accounted for as an investment in accordance with Accounting Standard (AS) – 13, Accounting for Investment.

Impairment of Assets

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment of the carrying amount of the company's assets. If any indication exists, then recoverable amount / fair market value of such asset is estimated. An impairment loss is recognized wherever the carrying amount of the assets exceeds its recoverable amount / fair market value. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life. A previously recognized impairment loss is increased or reversed depending on changes in circumstances. However the carrying amount after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation as if there was no impairment.

II. NOTES ON ACCOUNTS

1. Schedules 1 to 16 are the integral parts of the accounts.
2. Figure of the previous year have been regrouped / rearranged / recasted wherever necessary to confirm the figures of the current year.
3. Directors' and Auditors' Remuneration :

	2010-11 (Rs.)	2009-10 (Rs.)
Director's Remuneration	600000.00	450000.00
Auditor's Remuneration	27575.00	19854.00

4. Foreign Exchange :

	2010-11 (Rs.)	2009-10 (Rs.)
Earnings	NIL	NIL
Outgo	NIL	NIL

5. Details of Related Party Transactions :

Key Managerial Personnel	Nature of Payment	Amount
Mr. Akash Gupta	Director Remuneration	6000000/-
Mrs. Rama Gupta	Rent	150000/-

6. Enterprises (Domestic Companies) under significant influence of the Key Managerial Personnel and his relatives :

Name of Enterprises	Nature of Transaction	Balance as on 31.3.2011
Tanvi Fincap Pvt. Ltd.	Arrangement of Short Term Fund	NIL
Worldwide Finvest & Leasing Limited	Arrangement of Short Term Fund	NIL
AAR Infrastructure Limited	Arrangement of Short Term Fund	25703139.00 Cr.
Aklass Polyrubber Limited	Arrangement of Short Term Fund	2500000.00 Dr.

7. Basic and Diluted Earning Per Share is Re 1.46 (Previous Year – Re. 1.71).
8. The company has carry forwarded losses under the Income Tax Act, 1961. In the absence of virtual certainty of future taxable income, deferred tax assets/ liabilities are not recognized in the accounts.

9. Deferred Tax Liability /(Assets) :

As required by Accounting Standard on 'Accounting for Taxes on Income' (AS-22) issued by ICAI , the major component of Deferred Tax Liability /(Assets) are given below :

Items	Deferred Tax Liability / (Assets) as at 01.04.2010	Current Year	Deferred Tax Liability / (Assets) as at 31.03.2011
Difference between book and tax depreciation	(1,72,445.45)	(46,410.00)	(2,18,855.45)
Unabsorbed Dep/Loss	NIL	NIL	NIL
Deferred tax Liabilities / Assets]	(52,768.31)	(14201.46)	(66969.77)

10. As the Company has changed its line of business at the end of financial year there was no transaction entered into by the company in new business hence there was only single business activity therefore segment reporting as per Accounting standard AS-17 has not done. In the next financial year requirement will be complied.

For VIDYA & COMPANY
Chartered Accountants

For & On Behalf of the Board of
CCL INTERNATIONAL LIMITED

(S.P.AGARWAL)
PARTNER
M No. 088663
Firm No. 308022E
Date : 31.05.2011
Place: New Delhi

RAMA GUPTA
(Managing Director)

AKASH GUPTA
(Director)

ANUJ GUPTA
(CFO)

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

CASH FLOW STATEMENT (PREPARED PURSUANT TO LISTING AGREEMENT)

	for the year ended 31.3.2011 (Rs.)	for the year ended 31.3.2010 (Rs.)
A. CASH FLOW FROM OPERATION		
Net Profit after Tax and Extra ordinary Items :	9617623	11060389
Adjustment for --		
Depreciation	380119	361533
Provision for Tax	1800000	1101935
Provision for FBT	0	0
Deferred Tax Income	-14201	-52768
Income Tax and FBT	0	0
Long/Short Term Capital Loss/Gain from Sale of Shares /Fixed Assets	-11203102	-9512636
Profit on restatement / revaluation of stocks	0	0
Interest	4731522	8512273
Operating profit before working capital change:	5311960	11470725
Adjustment for --		
Trade and other receivables	27561563	-168353313
Inventories	-25658464	-35606325
Trade Payables	-45822751	-195852212
Cash Generated from operation:	-42413890	19578150
Interest Paid	4731522	8512273
Tax and FBT Paid	671068	1328865
Cash flow before extra- ordinary items	-47816480	9737012
Net cash from operating activity	-47816480	9737012
B.CASH FLOW FROM INVESTING ACTIVITIES		
Investment in Shares & Other Investment	-20545727	-7306067
Profit / Loss from Jointly Controlled Entity		
Capital advance for fixed assets	Nil	
Purchase of Fixed Assets	30062382	1624915
Purchase Value of Properties shown as Leased Assets	Nil	
Transfer Value of Properties transferred from Leased Assets	Nil	
Sale of Fixed Assets	0	2050000
Net cash from Investment Activities	-9516655	7731151

CCL INTERNATIONAL LIMITED**2010-2011****C. CASH FROM FINANCIAL ACTIVITIES**

Share Capital	1305000	5845000
Secured Loan Taken	13496323	-15601299
Unsecured Loan	27253139	0
Net cash from financing activities	42054462	-9756299
NET CHANGE IN CASH EQUIVALENT (A+B+C)	-15278673	7711864
Cash & Cash Equivalent:		
Opening Balance	32491218	24779354
Closing Cash & Cash Equivalent	17212545	32491218
Closing Balance	<u>17212545</u>	<u>32491218</u>

AUDITOR'S CERTIFICATE

To,
The Board of Directors
CCL International Limited

We have examined the above cash flow statement of CCL International Limited, for the year ended on March 31, 2011. The statement has been prepared by the company in accordance with the requirements of Clause-32 of the listing agreement with Stock Exchanges and is based on and is in agreement with the corresponding profit and loss account and Balance sheet of the Company covered by our report dated May 31, 2011 to the members of the company.

For VIDYA & COMPANY
Chartered Accountants
Firm No. 308022E

Date : 31.05.2011
Place: New Delhi

(S.P.AGARWAL)
PARTNER
M No. 088663

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE
CCL INTERNATIONAL LIMITED

I. Registration Details

Registration No.	: L26940DL1991PLC044520	State Code:55
Balance Sheet Date	: 31.03.2011	

II. Capital Raised during the Year (Amount in Rs. Thousands)

Public Issue	: NIL	Bonus Issue	: NIL
Right Issue	: NIL	Private Placement	: NIL

III. Position of Mobilization and deployment of Funds (Amounts in Rs. Lacs)

Total Liabilities	: 1520	Total Assets	: 1520
SOURCES OF FUNDS			
Paid-Up Capital	: 661	Secured Loans	: 136
Share Application Money	: 00	Unsecured Loans	: 273
Reserve & Surplus	: 212	Deferred Tax Liabilities	: 00
APPLICATION OF FUNDS			
Net Fixed Assets	: 428	Misc. Expenditure	: 00
Investments	: 63	Accumulated Losses	: 00
Net Current Assets	: 790	Deferred Tax Assets	: 01

IV. Performance of Company (Amount in Rs. Lacs)

Turnover/Income	: 5394	Profit/Loss After Tax	: 96
Total Expenditure	: 5280	Earning Per Share	: 1.46
Profit/Loss Before Tax	: 114	Dividend	: NIL

V. Generic Names of three principal Products/ services of company (as per monetary terms)

ITEM CODE No. (ITC Code)	
Product Description	Fabrics, Ferrous & Non Ferrous Metals

For & On Behalf of the Board of
CCL INTERNATIONAL LIMITED

For VIDYA & COMPANY
 Chartered Accountants

(S.P.AGARWAL)
 PARTNER
 M No. 088663
 Firm No. 308022E
 Date : 31.05.2011
 Place: New Delhi

RAMA GUPTA
 (Managing Director)

AKASH GUPTA
 (Director)

ANUJ GUPTA
 (CFO)

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

ATTENDANCE SLIP

(Please complete the attendance slip and hand it over at the entrance of meeting hall)

DP ID/ Folio No _____

I hereby record my presence at the Annual General Meeting of company being held on Friday, the 30th day of September 2011, at G.G.S Fast Food And Banquet Plot No. 14, Laxmi Nagar, District Centre, Vikas Marg , Delhi-92.

NAME OF SHAREHOLDER(S) _____

NAME OF THE PROXIES _____

(to be filled in case the proxy attends instead of shareholders)

Signature of Shareholders/ Proxy _____

*Strike out whichever is not applicable

NO GIFTS OR GIFTS COUPENS WILL BE DISTRIBUTED DURING THE A.G.M

CCL INTERNATIONAL LIMITED

Regd office: 30, Bharti Artist Colony, Vikas Marg, Laxmi Nagar, Delhi-92

PROXY FORM

(Please complete the Proxy slip and hand it over at the entrance of meeting hall)

DP-Id/ Folio No _____

I/We _____ of _____ being a member of

CCL INTERNATIONAL LIMITED hereby appoint

Shri/Smt _____ of _____ or

failing him/her Shri/ Smt. _____ of _____ as

my/our proxy to vote for me/us and on my/our behalf at the 20th Annual General Meeting of the company to be held on Friday , 30th September , 2011 at 10:00 A.M at G.G.S Fast Food And Banquet Plot No. 14, Laxmi Nagar, District Centre, Vikas Marg , Delhi-110092 and at any adjournment thereof.

As witness my /our hands this _____ day of _____ 2011

Signature of Shareholder(s)

Note : Proxy Form must be returned so as to reach the Registered Office of the Company not less than 48 hours before the meeting.



CCL INTERNATIONAL LIMITED

REGISTERED OFFICE

30 , Bharti Artist Colony , Main Vikas Marg, Laxmi Nagar, Delhi-92

Ph: 22457275

Email Id .: ccclinternational2008@gmail.com

CORPORATE OFFICE

C-42, RDC, Raj Nagar, Ghaziabad

Ph. 0120-4124258

FACTORY

A-18, M.I.A., Alwar, Rajasthan

Ph. 0144-2882114