

**Corporate Governance Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: **Emerald Commercial Limited**
2. Quarter ending: **30/09/2023**

**Annexure 1**

Composition of Board of Directors																		
Whether the listed entity has a Regular Chairperson																		
Whether Chairperson is related to MD or CEO																		
Yes																		
No																		
Sr	Title	Name of the Director	PAN	DIN	Category 1	Category 2	Category 3	Date of Birth	Whether special resolution passed?	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of directors (in months)	No of Director ship in listed entities	No of Independent Directorship in listed entities	Number of memberships in Audit/ Stakeholder Committee(s)	No of post of Chairperson in Audit/ Stakeholder Committee
1	Mr.	INDRAJIT SETHI	CSMPSP9663R	03581182	Executive Director	Chairperson		13-09-1976	NA		29-09-2012				1	0	2	0
2	Mr.	ARUN SINGH	DEYPS1651L	10237089	Executive Director	Not Applicable		01-01-1970	NA		28-08-2023				1	0	0	0
3	Mr.	GIRISH AGARWAL	AGNPAS433A	08234712	Non-Executive - Independent Director	Not Applicable		23-03-1976	Yes	22-09-2023	04-09-2018	22-09-2023		3	1	1	2	0
4	Mr.	TARAK CHAKRA BORTY	ASAPC9664L	08397149	Non-Executive - Independent Director	Not Applicable		20-08-1961	Yes	30-09-2019	08-04-2019	30-09-2019		51	1	1	2	0
5	Mrs.	INDU VERMA	CXJPS6957A	08528515	Non-Executive - Independent Director	Not Applicable		16-06-1985	Yes	30-09-2019	13-08-2019	30-09-2019		51	1	1	0	2
6	Mr.	SANJIB NASKAR	AIFPN6749L	09433866	Executive Director	Not Applicable		10-10-1987	NA		28-05-2022		28-08-2023		1	0	0	0



**Audit Committee Details.**

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	
1	08397149	TARAK CHAKRABORTY	Non-Executive - Independent Director	Member	08-04-2019		
2	08234212	GIRISH AGARWAL	Non-Executive - Independent Director	Member	04-09-2018		
3	08528515	INDU VERMA	Non-Executive - Independent Director	Chairperson	13-08-2019		
4	03581182	INDRAJIT SETT	Executive Director	Member	29-09-2012		

**Nomination and remuneration committee**

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	
1	08397149	TARAK CHAKRABORTY	Non-Executive - Independent Director	Chairperson	08-04-2019		
2	08234212	GIRISH AGARWAL	Non-Executive - Independent Director	Member	04-09-2018		
3	08528515	INDU VERMA	Non-Executive - Independent Director	Member	13-08-2019		



**Stakeholders Relationship Committee**

Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	
1	08397149	TARAK CHAKRABORTY	Non-Executive - Independent Director	Member	08-04-2019		
2	03581182	INDRAJIT SETT	Executive Director	Member	29-09-2012		
3	08234212	GIRISH AGARWAL	Non-Executive - Independent Director	Member	04-09-2018		
4	08528515	INDU VERMA	Non-Executive - Independent Director	Chairperson	13-08-2019		

**Risk Management Committee**

Whether the Risk Management Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation



**Corporate Social Responsibility Committee**

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation

**Other Committee**

DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors

**Meeting of Board of Directors**

Sr	Dates of Meeting (Enter Previous and current quarter date in chronological order)	Maximum gap between dates (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Director(s) present (including Independent Director(s))	No. of Independent Director(s) attending the meeting*
1	27-05-2023		Yes	5	3
2	09-08-2023	73	Yes	5	3
3	28-08-2023	18	Yes	5	3



Meeting of Committees							
Sr	Committee Name	Date(s) of meeting (Enter Previous and Current quarter date in chronological order)	Maximum gap (between dates) in number of days	Whether requirement of Quorum met (Yes/No)	Number of Directors Present (including Independent Director)	No. of Independent Directors attending the meeting*	Other Committee Name
1	Audit Committee	27-05-2023		Yes	4	3	0
2	Audit Committee	09-08-2023	73	Yes	4	3	0
3	Audit Committee	28-08-2023	18	Yes	4	3	0
4	Nomination and Remuneration Committee	27-05-2023		Yes	3	3	0
5	Nomination and Remuneration Committee	28-08-2023	92	Yes	3	3	0
6	Stakeholders Relationship Committees	27-05-2023		Yes	4	3	0

#### Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Disclosure of notes of material transaction with related party



## Annexure 1

VI. Affirmations		Compliance status (Yes/No)
Sr	Subject	
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI(Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

## Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	ARUN SINGH
2	Designation	Director



Additional Half yearly Disclosure

Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	Not Applicable		
<b>1. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			



Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			

#### II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		
Name		
Designation		
Place		
Date		

#### Signatory Details

Name of signatory	ARUN SINGH
Designation of person	Director
Place	Kolkata
Date	27-02-2024

