

# HERALD COMMERCE LTD.

10, Princep Street  
2<sup>nd</sup> Floor, Kolkata 700 072  
Phone: 033-2225-6851, 3292 5520  
Fax: (033) 2237 -9053  
E-Mail: [info@heraldcommerce.com](mailto:info@heraldcommerce.com)  
Website: [www.heraldcommerce.com](http://www.heraldcommerce.com)  
CIN: L51909WB1982PLC035364

09th July, 2019

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


Dear Sir/Madam

**Sub: Compliance Report on Corporate Governance for the quarter ended 30th June, 2019**

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, 2019 in prescribed format in **Annexure-I**.

This is for your kind perusal.

Yours faithfully  
For **Herald Commerce Limited**

  
**Krishna Banerjee**  
(Director)  
DIN NO. 06997186



1. Name of Listed Entity : Herald Commerce Limited  
2. Quarter Ending: 30-JUNE-2019

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive /Non-Executive/ independent/Nominee )	Date of Appointment in the current term /cessation	Tenure *	No of Directorship in this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
MR.	SUSANTA DOLUI	02956881	AU1PD6910D	Executive	18/04/2019	-	2	0	0
MR.	PURNNA CHANDRA BARIK	02968931	AZP80234H	Non-Executive - Independent Director	20/07/2015	2 Years w.ef. 25/09/2017	1	3	3
Mrs.	KRISHNA BANERJEE	06997186	AP1PB3957M	Non-Executive	25/03/2015	-	7	8	0
Mr.	BIKASH ADHIKARY	07478898	AK1PA0481B	Non-Executive	11/11/2017	-	3	9	0

II. Composition of Committees									
Name of Committee		Name of Committee Members		Category (Chairperson/Executive/Non-Executive/Independent/Nominee)					
1. Audit Committee		Purna Chandra Barik Bikash Adhikary		Chairperson/Non-Executive/Independent Director Non-Executive					
2. Stakeholders Relationship Committee		Purna Chandra Barik Bikash Adhikary		Chairperson/Non-Executive/Independent Director Non-Executive					
3. Nomination & Remuneration Committee		Purna Chandra Barik Bikash Adhikary		Chairperson/Non-Executive/Independent Director Non-Executive					
Company Remarks									
whether permanent Chairperson appointed in all the Committees		Yes							

III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter		Date(s) of the Meeting (if any) in the relevant quarter	
13th February, 2019		18th April, 2019 21st May, 2019 27th May, 2019	
		63 32 5	
		Maximum gap between any two consecutive meetings (in number of days)	



IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
1. Audit Committee : 27th May, 2019	yes, Total Strength - 3 Directors Present - 3 Directors	12th February, 2019	103 Days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
V. Related Party Transactions			
Subject	Compliance status (Yes/No/NA)refer note below		
Whether prior approval of audit committee obtained	YES		
Whether shareholder approval obtained for material RPT	NOT APPLICABLE		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES		
VI. Affirmations			
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 - YES			
a. Audit Committee - YES			
b. Nomination & remuneration committee - YES			
c. Stakeholders relationship committee - YES			
d. Risk management committee (applicable to the top 100 listed entities) - NOT APPLICABLE			
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - YES			
4. 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			
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: - YES			

Krishna Banerjee  
Director  
DIN NO. 06997136

