

HERALD COMMERCE LTD.

10, Princep Street
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Fax: (033) 2237 -9053
E-Mail: info@heraldcommerce.com
Website: www.heraldcommerce.com
CIN NO. : L51909WB1982PLC035364

Dated: 14.07.2015

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

Dear Sir/Madam

Sub: Compliance Report for the quarter ended 30th June, 2015


Pursuant to Clause 49 of the Listing Agreement with the Stock Exchange, please find enclosed herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 30th June, 2015.

This is for your information and record please.

Thanking You,

Yours faithfully,

For Herald Commerce Limited



Surendra Kumar Jain
(Managing Director)
DIN No. 00166852

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : HERALD COMMERCE LIMITED

Quarter ending on : 30th June, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	Will be complied in the next Annual Report.
(D) Other provisions as to Board and Committees	49 (IID)	YES	Will be complied in the next Annual Report.
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
IV. Nomination and remuneration Committee	49 (IV)	YES	
V. Subsidiary Companies	49 (V)	N.A.	
VI. Risk Management	49 (VI)	YES	
VII. Related Party Transactions	49 (VII)	N.A.	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	Will be complied in the next Annual report.
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Will be complied in the next Annual report.
(C) Remuneration of Directors	49 (VIII C)	YES	Will be complied in the next Annual report.
(D) Management	49 (VIII D)	YES	Will be complied in the next Annual report.
(E) Shareholders	49 (VIII E)	YES	Will be complied in the next Annual report.
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	YES	Will be complied in the next Annual report.
X. Report on Corporate Governance	49 (X)	YES	Will be complied in the next Annual report.
XI. Compliance	49 (XI)	YES	Will be complied in the next Annual report.

FOR HERALD COMMERCE LTD



Surendra Kumar Jain
(Managing Director)
DIN: 00166852