

HERALD COMMERCE LTD.

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CIN NO. : L51909WB1982PLC035364

Dated: 12.07.2018

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, 2018

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, 2018 in prescribed format in Annexure- I.

This is for your information and record please.

Thanking You,

Yours faithfully,

For **Herald Commerce Limited**




Purnna Chandra Barik
(Director)
DIN 02968931

Annexure-1

1. Name of the Listed Entity: Herald Commerce Ltd.
2. Quarter Ending: 30th June, 2018

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation)	Tenure	No. of Directorship in Listed entities including this listed entity (Refer Regulation 25(1) of the Listing Regulations)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)
Mrs.	Krishna Banerjee	PAN: APJPB3957M DIN: 06997186	Executive	25/03/2015	-	7	2	-
Mr.	Sanjay Das	PAN: AJDPD4373K DIN: 03569600	Non-Executive/Independent	20/07/2015	2 Years w.e.f 25.09.2017	2	2	-
Mr.	Purnna Chandra Barik	PAN: AJZPB0234H DIN: 02968931	Non-Executive/Independent	20/07/2015	2 Years w.e.f 25.09.2017	1	-	2
Mr.	Bikash Adhikary	PAN: AKIPAO481B DIN: 07478898	Non-Executive	11-11-2017	-	3	6	-
II. Composition of Committees								
Name of Committee		Name of Committee Members			Category (Chairperson/Executive/Non-Executive/Independent/Nominee)			
1. Audit Committee		Mr. Purnna Chandra Barik			Non-Executive/Independent			
		Mr. Sanjay Das			Non-Executive/Independent			
		Mr. Bikash Adhikary			Non-Executive			
2. Nomination & Remuneration Committee		Mr. Purnna Chandra Barik			Non-Executive/Independent			
		Mr. Sanjay Das			Non-Executive			
		Mr. Bikash Adhikary			Non-Executive/Independent			
3. Stakeholders Relationship Committee		Mr. Purnna Chandra Barik			Non-Executive/Independent			
		Mr. Sanjay Das			Non-Executive			
		Mr. Bikash Adhikary			Non-Executive			

III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
12th February, 2018	29th May, 2018	105 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 (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee- 28th May, 2018	Yes, Total Strength - 3 Directors, Present - 3 Directors	10th February, 2018	104 Days
V. Related Party Transactions			
Subject		Compliance Status (Yes/No/NA)	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
VI. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & Remuneration Committee</p> <p>c. Stakeholders Relationship Committee</p> <p>d. Risk Management Committee (applicable to the top 100 listed entities)</p> <p>3. The committee members have been made aware of their powers, rol and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>4. The meeting of board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>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: NIL</p>			
			
<p>Purnna Chandra Barik Director DIN: 02968931</p>			