

Date : 27<sup>th</sup> September, 2024

To,  
The Secretary,  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range,  
Kolkata – 700 001  
Scrip Code : 18105

Dear Sir/Ma'am,

**Sub: Proceeding of Annual General Meeting (AGM) of the Company as per Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015**

Pursuant to the Regulation 30 and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are submitting the summary of Proceeding of the Annual General Meeting of the Members of Herald Commerce Limited held through Video Conferencing ('VC')/ Other Audio Video Means ('OAVM') on Friday, 27<sup>th</sup> September 2024, at 11:00 A.M. The Meeting started at 11:00A.M. and ended at around 11.20 A.M.

Further, please note that the Board of Directors had appointed Mr. Atul Kumar Labh (C.P. No. 3238, Membership No. FCS 4848), proprietor of M/s. A. K. Labh & Co., Practicing Company Secretaries as Scrutinizer to scrutinize the remote e-voting and e-voting carried out at the AGM.

The results on the resolution shall be declared within the stipulated time prescribed under the applicable laws. The declared results along with Scrutinizer's Report shall be placed on the Company's website [www.heraldcommerce.in](http://www.heraldcommerce.in) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) and shall also be communicated to the Stock Exchanges where shares of the Company are listed.

This is for your information and records.

Thanking you,

yours faithfully,  
For Herald Commerce Ltd

*Bikash Adhikary*

**Bikash Adhikary**  
( Director )  
DIN: 07478898



**SUMMARY OF THE PROCEEDING OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF HERALD COMMERCE LIMITED HELD THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO VIDEO MEANS('OAVM') ON FRIDAY,27<sup>TH</sup> SEPTEMBER, 2024 AT 11:00 A.M.**

The Annual General Meeting of the Members of HERALD COMMERCE LIMITED was held through Video Conferencing ('VC')/ Other Audio Video Means ('OAVM') on 27<sup>th</sup> September, 2024 at 11:00A.M., ShriPrabhat Jain, Managing Director was elected as the Chairman of the Meeting. The requisite quorum was present, the Chairman declared the Annual General Meeting to order. Board Members were introduced and the Chairman delivered his speech.

The Chairman informed that the AGM was conducted through VC/OAVM in compliance with the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

Thereafter, the Notice of the AGM was taken as read as the same was already been circulated to the Members.

Thereafter the Chairman informed the members in the Meeting that the Resolutions, as set out in the Notice of the Meeting were put for Remote E-voting, which was held during the period from 24<sup>th</sup> September, 2024 at 9.00 A.M. to 26<sup>th</sup> September, 2024 at 5.00 P.M. The result of E-voting will be provided by Scrutinizer within 48 hours from the conclusion of Annual General Meeting.

The Chairman will then inform the Members that Mr. A. K. Labh, Practicing Company Secretary, who was the Scrutinizer of the Remote E-Voting, as the Scrutinizer of the voting process at the AGM through VC also.

The following items of business, as per the Notice of the Annual General Meeting (AGM), were transacted at the Meeting:

**Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2024, including audited Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement and the Reports of the Board of Directors and Auditor's thereon by passing Ordinary Resolution
2. To re-appoint Smt. Krishna Banerjee (DIN : 06997186), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers for re-appointment by passing Ordinary Resolution
3. To appoint M/s. Deoki Bijay & Co., Chartered Accountants (Firm Registration No. 313105E) as Statutory Auditors of the company for the term of five years in place of previous auditor M/s. Jain Sonu & Associates, Chartered Accountants (Firm Registration No. 324386E) by passing Ordinary Resolution

**Special Business:**

4. To appoint Shri Akshya Kumar Parida (DIN: 01651737), as a Non Executive Independent Director for a period of 5 (five) years by passing Special Resolution
5. To reappoint Shri Rohit Sahu (Din: 08426713), as an Independent Director for further period of 3 (Three) years by passing Special Resolution
6. To Ratify Related Party Transactions entered during the F.Y. 2023-2024

For Herald Commerce Ltd

*Bikash Adhikary*  
Bikash Adhikary  
( Director )  
DIN: 07478898

