



# EMERALD COMMERCIAL LIMITED

18, Rabindra Sarani, Poddar Court, Gate No. 4, 4th Floor, Room No. 4, Kolkata - 700 001  
Phone : 033 2249 5083, E-mail : emerald.com@gmail.com, emeraldcommercialtd@gmail.com  
Website : www.emeraldcommercial.in, CIN No.: L29299WB1983PLC036040

Date: 20.01.2025

To,  
Compliance Department  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,  
Opp. Trident Hotel, Bandra Kurla Complex,  
Bandra (E),  
Mumbai – 400 098

To,  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata- 700 001

**Sub: Corporate Governance Report for the Quarter ended 31.12.2024**

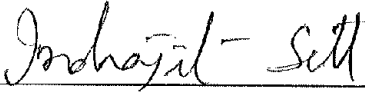
**Ref. Script Code: MSEI- EMERALD, CSE - 015082**

Dear Sir,

We are enclosing herewith the Corporate Governance Report of the Company as per Regulation 27(2) of SEBI (LODR) Regulation, 2015 for the Quarter ended 31<sup>st</sup> December, 2024.

Kindly acknowledge the same.

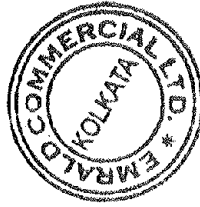
Yours Faithfully,  
For Emerald Commercial Limited

  
Indrajit Sett  
Managing Director  
Din No. 03581182



Encl: As stated above

<b>General information about company</b>	
Scrip code	015082
NSE Symbol	
MSEI Symbol	EMRALD
ISIN	INE162D01014
Name of the entity	EMRALD COMMERCIAL LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other



Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	INDRAJIT SETT	CSMPS9663R	03581182	Executive Director	Chairperson	MD	13-09-1976
2	Mr	ARUN SINGH	DEYPS1651L	10237089	Executive Director	Not Applicable		01-01-1970
3	Mr	GIRISH AGARWAL	AGNPA5433A	08234212	Non-Executive - Independent Director	Not Applicable		23-03-1976
4	Mr	TARAK CHAKRA BORTY	ASAPC9664L	08397149	Non-Executive - Independent Director	Not Applicable		20-08-1961
5	Mrs	INDU VERMA	CXJPS6957A	08528515	Non-Executive - Independent Director	Not Applicable		16-06-1985



I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active



**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		29-09-2012				1	0	2	0			
2	NA		28-08-2023				1	0	0	0			
3	Yes	22-09-2023	04-09-2018	22-09-2023		15	1	1	2	0			
4	Yes	30-09-2019	08-04-2019	30-09-2019		3	1	1	2	0			
5	Yes	30-09-2019	13-08-2019	30-09-2019		3	1	1	0	2			



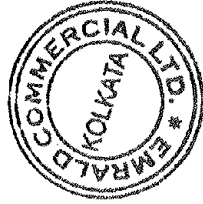
Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08397149	TARAK CHAKRA BORTY	Non-Executive - Independent Director	Member	08-04-2019		
2	08234212	GIRISH AGAR WAL	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	Remarks
1	08397149	TARAK CHAKRA BORTY	Non-Executive - Independent Director	Chairperson	08-04-2019		
2	08234212	GIRISH AGAR WAL	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	Remarks
1	08397149	TARAK CHAKRA BORTY	Non-Executive - Independent Director	Member	08-04-2019		
2	08234212	GIRISH AGAR WAL	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		





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



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	Remarks



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



**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	10-08-2024				Yes	5	5	3
2	30-08-2024		19		Yes	5	5	3
3		25-10-2024	55		Yes	5	5	3



**Annexure 1**

**IV. Meeting of Committees**

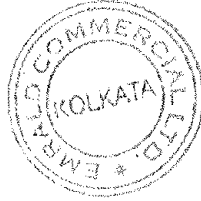
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-08-2024				Yes	4	4	3	0
2	Audit Committee	30-08-2024	19			Yes	4	4	3	0
3	Audit Committee	25-10-2024	55			Yes	4	4	3	0
4	Nomination and remuneration committee	30-08-2024				Yes	3	3	3	0
5	Nomination and remuneration committee	25-10-2024	55			Yes	3	3	3	0
6	Stakeholders Relationship Committee	30-08-2024				Yes	4	4	3	0



**Annexure 1**

**V. 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	NA	
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	



## Annexure 1

VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	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	Indrajit Sett
2	Designation	Managing Director





Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event



### Signatory Details

Name of signatory	Indrajit Sett
Designation of person	Managing Director
Place	Kolkata
Date	20-01-2025



