



# 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, emraldcommercialtd@gmail.com  
Website : www.emeraldcommercial.in, CIN No.: L29299WB1983PLC036040

Date: 21.10.2024

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 30.09.2024**

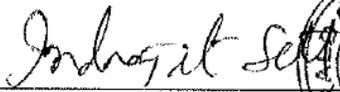
**Ref. Script Code: MSEI- EMERALD, CSE - 015082**

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 30<sup>th</sup> September, 2024.

Kindly acknowledge the same.

Yours Faithfully,  
For Emerald Commercial Limited

  
Indrajit Sett  
Managing Director  
Din No. 03581182



Encl: As stated above

**General information about company**

Script code	015082
NSE Symbol	
MSEI Symbol	EMRALD
ISIN	INE162D01014
Name of the entity	<b>EMRALD COMMERCIAL LIMITED</b>
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-09-2024
Risk management committee	Not Applicable
Market Capitalization as per immediate previous Financial Year	Any Other



**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**1. 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

No

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

Sl. No.	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Date of Resignation	Current Status	Whether special resolution passed/Reg. 17(1)(b) Listing Regulations]	Date of passing of special resolution	Initial Date of appointment	Date of Resignation	Date of cessation	Tenure of director (in months)	No of Directorships in listed entities including this listed entity (Refer Regu-lation 17A of Listing Regulations)	No of Independent Directorships in listed entities including this listed entity (Refer Regu-lation 17A of Listing Regulations)	Number of memberships in Audit/Statutory Committees/including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post Chairperson in Audit/Statutory Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for and pending PAN	Notes for and pending DIN
1	Mr	INDRAJIT SEIT	CMPF966638	03381182	Executive Director	Chairperson	Managing Director	13-09-1976	No				Active	NA		29-09-2012				1	0	2	0		
2	Mr	ARUN SRINCH	DEVTS1651L	10237089	Executive Director	Not Applicable		01-01-1970	No				Active	NA		28-08-2023				1	0	0	0		
3	Mr	GIRISH AGAR WAL	AGNPA4335A	08234212	Non-Executive - Independent Director	Not Applicable		23-03-1976	No				Active	Yes	22-09-2023	04-09-2018	22-09-2023		12	1	1	2	0		
4	Mr	TARAK CHAKRA BORTY	ASAPC9664L	08397149	Non-Executive - Independent Director	Not Applicable		20-08-1961	No				Active	Yes	30-09-2019	03-04-2019	30-09-2019		60	1	1	2	0		
5	Ms	INDU VERMA	CXJPS69977A	08338315	Non-Executive - Independent Director	Not Applicable		16-06-1983	No				Active	Yes	30-09-2019	13-08-2019	30-09-2019		60	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 CHAKRABORTY	Non-Executive – Independent Director	Member	08-04-2019		
2	08234212	GIRISH AGARWAL	Non-Executive – Independent Director	Member	04-09-2018		
3	08528515	INDU VERMA	Non-Executive – Independent Director	Chairperson	13-08-2019		
4	03581182	INDRAJIT SETTI	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 CHAKRABORTY	Non-Executive – Independent Director	Chairperson	08-04-2019		
2	08234212	GIRISH AGARWAL	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 CHAKRABORTY	Non-Executive - Independent Director	Member	08-04-2019		
2	03581182	INDRAJIT SEIT	Executive Director	Member	29-09-2012		
3	08234212	GERISH AGARWAL	Non-Executive - Independent Director	Member	04-09-2018		
4	08528515	INDU VERMA	Non-Executive - Independent Director	Chairperson	13-08-2019		

**Risk Management Committee**

Whether the Risk Management 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



**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**

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



**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	24-05-2024				Yes	5	5	3
2		10-08-2024	77		Yes	5	5	3
3		30-08-2024	19		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	24-05-2024				Yes	4	4	3	0
2	Audit Committee	10-08-2024	77			Yes	4	4	3	0
3	Audit Committee	30-08-2024	19							
4	Nomination and Remuneration Committee	24-05-2024				Yes	3	3	3	0
5	Nomination and Remuneration Committee	30-08-2024	97			Yes	3	3	3	0
6	Stakeholders Relationship Committee	24-05-2024				Yes	4	4	3	0
7	Stakeholders Relationship Committee	30-08-2024	97			Yes	4	4	3	0



## Annexure I

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 omni bus approval have been reviewed by Audit Committee	NA	
Disclosure of notes of material transaction with related party			

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	Date of the event	Brief details of the event
No		



## Annexure I

VI. Affirmations		Compliance status (Yes/No)
Sr	Subject	
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

## Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Indrajit Sait
2	Designation	Managing Director



**Additional Half yearly Disclosure**

Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Not Applicable	

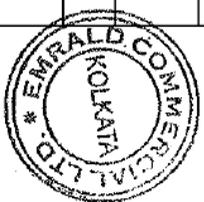
**1. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below**

<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>		
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

**(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by**



Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name			
Designation			
Place			
Date			





Signatory Details	
Name of signatory	Indrajit Sett
Designation	Managing Director
Place	Kolkata
Date	21-10-2024