

**Quarterly Report on Corporate Governance**

1. Name of Listed Entity: **Marda Commercial & Holdings Limited (L65929WB1990PLC048280)**

2. Quarter ending: 31<sup>st</sup>December, 2016

<b>I. Composition of Board of Directors</b>								
Title (Mr. / Ms)	Name of the Director	PAN <sup>s</sup> & 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 Listing Regulations)	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)
1.Mr.	Daulat Ram Agarwala	ADCPA8428R DIN-00586956	Executive Director(Managing Director)	30/05/2016		02	Nil	Nil
2.Mr.	Jitendra Kumar Goyal	ADPPG5884Q DIN- 00468744	Non-Executive – Independent Director	30/09/2014	2.3Years	05	03	05
3. Mr.	Lalit Agarwal	AADPA8981B DIN- 00109920	Non-Executive Director	05/04/2000		03	03	01
4. Mr	Rajesh Kumar Singh	ATTPS0004N DIN- 01210804	Non-Executive - Independent Director	30/09/2014	2.3 Years	01	02	Nil
5.Ms.	Mrs. Kamlesh Gupta	APMPK3402R DIN-07243898	Non-Executive - Independent Director	09/02/2016	11 months	01	Nil	Nil

\$PAN number of any director would not be displayed on the website of Stock Exchange  
&Category of Directors means executive/non-executive/independent/nominee. if a Director fits into more than one category write all categories separating them with hyphen

*Daulat Ram*

\* to be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) *
1. Audit Committee	1. Mr. Jitendra Kumar Goyal 2. Mr. Lalit Agarwal 3. Mr. Rajesh Kumar Singhi	Chairman-Non-Executive-Independent Director Non-Executive Director Non Executive-Independent Director
2. Nomination & Remuneration Committee	1. Mr. Lalit Agarwal 2. Mr. Rajesh Kumar Singhi 3. Mr. Jitendra Kumar Goyal	Chairman- Non-executive Director Non-executive-Independent Director Non-Executive – Independent Director
3. Risk Management Committee(if applicable)		N.A
4. Stakeholders Relationship Committee'	1. Mr. Jitendra Kumar Goyal 2. Mr. Rajesh Kumar Singhi 3. Mr. Lalit Agarwal	Chairman- Non-executive -Independent Director Non-Executive – Independent Director Non-Executive Director

\*Category of Directors means executive/non-executive/independent/nominee. If a Director fits into more than one category write all categories separating them with hyphen

## 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)
13/08/2016	12/11/2016	90

## 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 of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
11/11/2016(Audit Committee)	Yes 1. Mr. Jitendra Kumar Goyal 2. Mr. Lalit Agarwal 3. Mr. Rajesh Kumar	12/08/2016	89

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

## V. Related Party Transactions

Subject	Compliance status (NA)
Whether prior approval of audit committee obtained	
Whether shareholder approval obtained for material RPT	

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Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee

**Note**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
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:

*Daulat Ram*

Name & Designation : Daulat Ram Agarwala  
Managing Director