



Marda Commercial & Holdings Limited

(CIN: L65929WB1990PLC048280)

January 20, 2024

To,
The Secretary,
Calcutta Stock Exchange Limited
7 Lyons Range, Kolkata- 700001

Subject: Corporate Governance Report for the quarter ended December 31, 2023

Dear Sir/ Ma'am,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Corporate Governance Report for the quarter ended December 31, 2023 of Marda Commercial & Holdings Ltd.

Request to take the same on your records and update.

Thanking you
Yours Faithfully

For Marda Commercial & Holdings Ltd.

(Daulat Ram Agarwal)
Managing Director
DIN: 00586956

Encl.: As above

Corporate Governance Report for the quarter ended December 31, 2023

Marda Commercial & Holdings Ltd

CIN: L65929WB1990PLC048280

General information about company	
CSE Listed	Yes
Scrip code	23486
ISIN	INE912C01014
Name of the entity	Marda Commercial & Holdings Ltd.
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Not Applicable

Composition of Directors

Name of the Director	PAN	DIN	Category of Directors	Date of Birth	Whether the director is disqualified?	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Initial Date of appointment	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Reg. 17A of Listing Regulations)	Date of Cessation	No of Independent Directorship in listed entities including this listed entity (Refer Reg. 17A(1) of Listing Regulations)	Number of memberships in Audit / Stakeholder Committees including this listed entity (Refer Reg. 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Reg. 26(1) of Listing Regulations)
Mr. Lalit Agarwal	AADPA8981B	00109920	Non-Executive - Non Independent Director	07.10.1960	No	NA	05.04.2000	-	3	-	0	4	0
Mr. Ramesh Kumar Bissa	AGRPB1298A	00586715	Non-Executive - Independent Director	19.01.1955	No	NA	28.03.2020	45	2	-	2	0	4
Mr. Daulat Ram Agarwal	ADCPA8428R	00586956	Executive Director - Chairperson Managing Director	21.01.1947	No	NA	16.04.2002	-	2	-	0	0	0
Ms. Jyoti Bansal	AYUPB1915H	08489503	Non-Executive - Independent Director	29.04.1992	No	NA	30.09.2022	15	2	-	2	2	0

Composition of Committees

Audit Committee				
Whether the Audit Committee has a Regular Chairperson - Yes				
DIN	Name of Committee members	Category of directors	Date of Appointment	Date of Cessation
00586715	Mr. Ramesh Kumar Bissa	Non-Executive - Independent Director - Chairperson	01-12-2022	-
08489503	Ms. Jyoti Bansal	Non-Executive - Independent Director - Member	01-12-2022	-
00109920	Mr. Lalit Agarwal	Non-Executive - Non Independent Director - Member	13-05-2014	-
Nomination and Remuneration Committee				
Whether the Nomination and Remuneration Committee has a Regular Chairperson - Yes				
DIN	Name of Committee members	Category of directors	Date of Appointment	Date of Cessation
00586715	Mr. Ramesh Kumar Bissa	Non-Executive - Independent Director - Chairperson	01-12-2022	-
08489503	Ms. Jyoti Bansal	Non-Executive - Independent Director - Member	01-12-2022	-
00109920	Mr. Lalit Agarwal	Non-Executive - Non Independent Director - Member	01-12-2022	-
Stakeholders Relationship Committee				
Whether the Stakeholders Relationship Committee has a Regular Chairperson - Yes				
DIN	Name of Committee members	Category of directors	Date of Appointment	Date of Cessation
00586715	Mr. Ramesh Kumar Bissa	Non-Executive - Independent Director - Chairperson	28-03-2020	-
08489503	Ms. Jyoti Bansal	Non-Executive - Independent Director - Member	01-12-2022	-
00109920	Mr. Lalit Agarwal	Non-Executive - Non Independent Director - Member	13-05-2014	-

Meetings of Board

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)	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
26-07-2023	60	Yes	4	4	2
26-08-2023	31	Yes	4	4	2
19-10-2023	54	Yes	4	4	2

Meetings of Board's Committees

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)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting	No. of members attending the meeting (other than Board of Directors)
Audit Committee	26-07-2023	60	Yes	3	3	2	3
Audit Committee	26-08-2023	31	Yes	3	3	2	3
Audit Committee	19-10-2023	54	Yes	3	3	2	3
Stakeholders Relationship Committee	26-07-2023	60	Yes	3	3	2	3
Stakeholders Relationship Committee	26-08-2023	31	Yes	3	3	2	3
Stakeholders Relationship Committee	19-10-2023	54	Yes	3	3	2	2
Nomination and remuneration committee	26-07-2023	60	Yes	3	3	2	3
Nomination and remuneration committee	26-08-2023	31	Yes	3	3	2	3

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

Affirmations

Subject	Compliance status (Yes/No/NA)
The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
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
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
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
This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
Any comments/observations/advice of Board of Directors may be mentioned here:	NA

Signatory Details	
Name of Signatory	Mr. Daulat Ram Agarwal
Designation of Person	Managing Director
Place	Delhi
Date	20-01-2024