



# Marda Commercial & Holdings Limited

(CIN: L65929WB1990PLC048280)

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January 20, 2025

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

**Subject: Corporate Governance Report for the quarter ended December 31, 2024**

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, 2024 of Marda Commercial & Holdings Ltd.

Request to take the same on your records and update.

Thanking you  
Yours Faithfully

**For Marda Commercial & Holdings Ltd.**

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**(Daulat Ram Agarwal)**  
**Managing Director**  
**DIN: 00586956**

Encl.: As above

**Corporate Governance Report for the Quarter ended December 31, 2024**

**Marda Commercial & Holdings Ltd**

**CIN: L65929WB1990PLC048280**

<b>General information about company</b>	
CSE Listed	Yes
Scrip code	23486
ISIN	INE912C01014
Name of the entity	Marda Commercial & Holdings Ltd.
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

## 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	AADPA 8981B	00109920	Non-Executive – Non-Independent Director	07.10.1960	No	NA	05.04.2000	-	3	-	0	5	0
Mr. Ramesh Kumar Bissa	AGRPB 1298A	00586715	Non-Executive - Independent Director	19.01.1955	No	NA	28.03.2020	57	2	-	2	1	4
Mr. Daulat Ram Agarwal	ADCPA 8428R	00586956	Executive Director - Chairperson Managing Director	21.01.1947	No	Yes	16.04.2002	-	1	-	0	0	0
Ms. Ankita Mathpal	EHZPM 7787Q	10642403	Non-Executive - Independent Director	15.05.1999	No	NA	01.06.2024	7	3	-	3	5	0

## Composition of Committees

<b>Audit Committee</b>				
<b>Whether the Audit Committee has a Regular Chairperson – Yes</b>				
<b>DIN</b>	<b>Name of Committee members</b>	<b>Category of directors</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
00586715	Mr. Ramesh Kumar Bissa	Non-Executive - Independent Director - Chairperson	01-06-2024	-
00109920	Mr. Lalit Agarwal	Non-Executive – Non-Independent Director - Member	01-06-2024	-
10642403	Ms. Ankita Mathpal	Non-Executive - Independent Director	01-06-2024	-
<b>Nomination and Remuneration Committee</b>				
<b>Whether the Nomination and Remuneration Committee has a Regular Chairperson – Yes</b>				
<b>DIN</b>	<b>Name of Committee members</b>	<b>Category of directors</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
00586715	Mr. Ramesh Kumar Bissa	Non-Executive - Independent Director - Chairperson	01-06-2024	-
00109920	Mr. Lalit Agarwal	Non-Executive - Non-Independent Director - Member	01-06-2024	-
10642403	Ms. Ankita Mathpal	Non-Executive - Independent Director	01-06-2024	-
<b>Stakeholders Relationship Committee</b>				
<b>Whether the Stakeholders Relationship Committee has a Regular Chairperson – Yes</b>				
<b>DIN</b>	<b>Name of Committee members</b>	<b>Category of directors</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
00586715	Mr. Ramesh Kumar Bissa	Non-Executive - Independent Director - Chairperson	01-06-2024	-
00109920	Mr. Lalit Agarwal	Non-Executive – Non-Independent Director - Member	01-06-2024	-
10642403	Ms. Ankita Mathpal	Non-Executive - Independent Director	01-06-2024	-

### Meetings of Board

<b>Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Total Number of Directors as on date of the meeting</b>	<b>Number of Directors present (All directors including Independent Director)</b>	<b>No. of Independent Directors attending the meeting</b>
25-07-2024	-	Yes	4	4	2
12-11-2024	110	Yes	4	4	2

### Meetings of Board's Committees

<b>Name of Committee</b>	<b>Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Total Number of Directors as on date of the meeting</b>	<b>Number of Directors (All directors including Independent director)</b>	<b>No. of Independent Directors attending the meeting</b>	<b>No. of members attending the meeting (other than Board of Directors)</b>
Audit Committee	25-07-2024	-	Yes	3	3	2	3
Audit Committee	12-11-2024	110		3	3	2	3
Stakeholders Relationship Committee	25-07-2024	-	Yes	3	3	2	2
Stakeholders Relationship Committee	12-11-2024	110	Yes	3	3	2	2

### 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 <b>a. Audit Committee</b>	Yes
The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	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
<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	NA

<b>Signatory Details</b>	
Name of Signatory	Mr. Daulat Ram Agarwal
Designation of Person	Managing Director
Place	Delhi
Date	20-01-2025