

Compliance Report on Corporate Governance

Name of Listed Entity: **Pressman Advertising Limited**

Quarter Ended: **30th September, 2020**

I. Composition of Board of Directors								
Title (Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/Non-executive/Independent/ Nominee)	Initial date of appointment	Date of Re-appointment	Date of Cessation	Tenure (months)	Date of Birth
Mr	Niren Chand Suchanti	PAN: AJWPS2027E DIN:00909388	Chairman – Executive Director	05-07-2013	05-07-2020	-	-	17-04-1949
Ms	Sujata Suchanti	PAN: AJVPS1956M DIN:00273832	Non-executive Director	26-03-2015	26-08-2020	-	-	11-07-1952
Mr	Navin Chand Suchanti	PAN: AJVPS1957L DIN:00273663	Non-executive Director	05-07-2013	27-08-2019	-	-	15-10-1953
Mr	Ajit Khandelwal	PAN:AKSPK7801K DIN: 00416445	Non-executive Independent Director	21-02-2007	27-09-2016	-	49	10-11-1957
Mr	Sushil Kumar Mor	PAN:AEXPM9623E DIN: 00274066	Non-executive Independent Director	31-07-2008	26-08-2020	-	62	25-04-1954
Mr	Kalyan Bose	PAN:AKRPB7338K DIN: 07562266	Non executive Independent Director	12-07-2016	-	-	51	08-01-1944

Title (Mr/ Ms)	Name of the Director	No of Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to provision to regulation 17A(1)]	No 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)
Mr	Niren Chand Suchanti	2	0	0	0
Ms	Sujata Suchanti	2	0	0	0
Mr	Navin Chand Suchanti	2	0	2- Audit Committee 2- Stakeholder Relationship Committee	0
Mr	Ajit Khandelwal	2	1	1- Stakeholder Relationship Committee	1- Audit Committee 1- Stakeholder Relationship Committee
Mr	Sushil Kumar Mor	1	1	1- Audit Committee 1- Stakeholder Relationship Committee	0
Mr	Kalyan Bose	1	1	0	0
	Whether Regular Chairperson appointed (Y/N): Yes				
	Whether Chairperson is related to Managing Director or CEO(Y/N) : Yes				

II. Composition of Committee					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive /Non-executive/independent /Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Ajit Khandelwal Mr. Navin Chand Suchanti Mr. Sushil Kumar Mor	Chairman – Non executive Independent Member-Non Executive Non Independent Member-Non executive Independent	27-09-2016 27-08-2019 26-08-2020	- - -
2. Nomination & Remuneration Committee	Yes	Mr. Ajit Khandelwal Mr. Navin Chand Suchanti Mr. Sushil Kumar Mor	Chairman – Non executive Independent Member-Non Executive Non Independent Member-Non executive Independent	27-09-2016 27-08-2019 26-08-2020	- - -
3. Risk Management Committee (if applicable)	NA	Not Applicable	Not Applicable	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Yes	Mr. Ajit Khandelwal Mr. Navin Chand Suchanti Mr. Sushil Kumar Mor	Chairman – Non executive Independent Member-Non Executive Non Independent Member-Non executive Independent	27-09-2016 27-08-2019 26-08-2020	- - -
5. Corporate Social Responsibility Committee	Yes	Mr. Niren Chand Suchanti Mr. Navin Chand Suchanti Mr. Ajit Khandelwal Mr. Sushil Kumar Mor	Chairman – Executive Member-Non Executive Non Independent Member-Non executive Independent Member-Non executive Independent	05-07-2020 27-08-2019 27-09-2016 26-08-2020	- - - -

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	Whether requirement of Quorum met* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
30-06-2020	-	Yes	6	3	-
	14-08-2020	Yes	6	3	44 days

* to be filled in only for the current quarter meetings

IV. Meeting of Committees					
Date (s) of Meeting (if any) in the previous quarter	Date(s) of the meeting (if any) in the relevant quarter	Whether requirement of quorum met *Yes/No	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)
30-06-2020	14-08-2020	Audit Committee: Yes, all the three Committee members were present in the meeting	3	2	44 days

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

V. Related Party Transactions	
Subject	Compliance status(Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Corporate Social Responsibility Committee
 - Risk Management committee (applicable to the top 100 listed entities) – **N.A.**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

For Pressman Advertising Limited

Paulami Mukherjee
Company Secretary

Compliance Report on Corporate Governance

Name of Listed Entity: **Pressman Advertising Ltd**

Half year ended: **30th September, 2020**

I. Affirmation		
Board heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For Pressman Advertising Ltd

Paulami Mukherjee
Company Secretary