

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Mercator Limited**
 2. Quarter ending - **31-Mar-2022**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	N a m e o f t h e D i r e c t o r	D I N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e	S u b C a t e g o r y	I n i t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	R e m a r k s
M r.	H a r i s h K u m a r M i t t a l	0 0 0 0 7 6 9		C & ED		23- Ma y- 198 8	31- Dec- 2019			1 9- F e b - 1 9	NA		1	0	2	0	AC,SC	

		0							49								
M r.	Jagmo han Talan	08890353	ID		23-Sep-2020	23-Sep-2020		18	15-Jul-1972	NA		1	1	2	2		AC,SC,NRC
M rs .	Ritu Vats	08890591	ID		23-Sep-2020	23-Sep-2020		18	24-May-1976	NA		1	1	2	0		AC,SC,NRC

Company Remarks	The Company is Undergoing CIRP vide Hon'ble NCLT Mumbai Bench Order Dtd Feb 8, 2021. Pursuant to the Said Order (Requirements) (Third Amendment) Regulations, 2018, The Provisions As Specified In Regulation 17 To 21 Are Not Applicable
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Jagmohan Talan	ID	Chairperson	14-Oct-2020	
2	Harish Kumar Mittal	C & ED	Member	05-Feb-2015	
3	Ritu Vats	ID	Member	14-Oct-2020	

Company Remarks	The Company is Under CIRP vide Order Dtd Feb 8, 2021. Pursuant to the Same and the Provisions of IBC, The Provisions Specified In Regulation 17 To 21 Are Not Applicable To The Company. Risk Management Committee and Corporate Social
Whether Permanent	Yes

chairperson appointed	
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b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Jagmohan Talan	ID	Chairperson	14-Oct-2020	
2	Ritu Vats	ID	Member	12-Nov-2021	
3	Harish Kumar Mittal	C & ED	Member	09-Feb-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Jagmohan Talan	ID	Member	14-Oct-2020	
2	Ritu Vats	ID	Member	14-Oct-2020	

Company Remarks	
Whether Permanent chairperson appointed	No

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	Number of Directors present	Number of Independent Directors present
12-Nov-2021	11-Feb-2022	Yes	2	2

Company Remarks	The Company is Undergoing CIRP vide Hon'ble NCLT Mumbai Bench Order Dtd Feb 8, 2021. Pursuant to the said Order (Third Amendment) Regulations, 2018, the provisions as specified in Regulation 17 to 21 are not applicable.
Maximum gap between any two consecutive (in number of days)	90

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during	Date(s) of meeting of the	Whether requirement	Number of Directors	Number of independent
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	of the committee in the previous quarter	committee in the relevant quarter	of Quorum met (Yes/No)	present	directors present
Audit Committee	12-Nov-2021		Yes	3	2
Audit Committee		11-Feb-2022	Yes	2	2

Company Remarks	The Company is undergoing CIRP vide Hon'ble NCLT Mumbai Bench order dated February 8, 2021. Pursuant to the said Obligations and Disclosure Requirements (Third Amendment) Regulations, 2018, the provisions as specified in Reg
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **No**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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. - **Yes**
5. a. 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:

The Company is undergoing CIRP vide Hon'ble NCLT Mumbai Bench Order Dtd Feb 8, 2021. Pursuant to the said order and the provisions of IBC, the powers of the Board of Directors have been suspended and are vested in Mr. Girish Siriram Juneja, in capacity of RP. Further, in terms of Sub Reg (2A) and (2B) of Reg 15 which came into effect vide SEBI (LODR) Requirements (Third Amendment) Regulations, 2018, the provisions as specified in Regulation 17 to 21 are not applicable during the insolvency resolution process period in respect of a listed entity which is undergoing CIRP under the IBC, 2016.

Name : Mangesh Mukund Deokar Bhosale
Designation : Chief Financial Officer

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.mercator.co.in
Terms and conditions of appointment of	No	The information was	
Composition of various committees of	No	The information was	
Code of conduct of board of directors and	Yes		www.mercator.co.in
Details of establishment of vigil mechanism/	Yes		www.mercator.co.in
Criteria of making payments to non-	Not		
Policy on dealing with related party	Yes		www.mercator.co.in
Policy for determining 'material' subsidiaries	Yes		www.mercator.co.in
Details of familiarization programs imparted	No	The information was	
Email address for grievance redressal and other relevant details entity who are	No	The information was available on the old	
Contact information of the designated	Yes		www.mercator.co.in
Financial results	Yes		www.mercator.co.in
Shareholding pattern	Yes		www.mercator.co.in
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.mercator.co.in
Credit rating or revision in credit rating	No	The information was	
Separate audited financial statements of	No	The information was	
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.mercator.co.in
Materiality Policy as per Regulation 30	Yes		www.mercator.co.in
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		www.mercator.co.in
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Not Applicable	
<i>Meeting of Board of directors</i>	17(2)	Not Applicable	
<i>Quorum of Board meeting</i>	17(2A)	Not Applicable	
<i>Review of Compliance Reports</i>	17(3)	Not Applicable	
<i>Plans for orderly succession for appointments</i>	17(4)	Not Applicable	
<i>Code of Conduct</i>	17(5)	Not Applicable	

<i>Fees/compensation</i>	17(6)	Not Applicable	
<i>Minimum Information</i>	17(7)	Not Applicable	
<i>Compliance Certificate</i>	17(8)	Not Applicable	
<i>Risk Assessment & Management</i>	17(9)	Not Applicable	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Not Applicable	
<i>Recommendation of Board</i>	17(11)	Not Applicable	
<i>Maximum number of directorship</i>	17A	Not Applicable	
<i>Composition of Audit Committee</i>	18(1)	Not Applicable	
<i>Meeting of Audit Committee</i>	18(2)	Not Applicable	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Not Applicable	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Not Applicable	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Not Applicable	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Not Applicable	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Not Applicable	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	No	The Material
<i>Alternate Director to Independent Director</i>	24(A)	No	There was delay in
<i>Maximum Tenure</i>	25(1)	Not Applicable	
<i>Meeting of independent directors</i>	25(2)	Yes	
<i>Familiarization of independent directors</i>	25(3) & (4)	No	The Company is
<i>Declaration from Independent Director</i>	25(7)	Yes	
<i>D & O Insurance for Independent Memberships in Committees</i>	25(8) & (9)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	25(10)	Not Applicable	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(1)	Yes	
	26(3)	Yes	
	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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O t h e r I n f o r m a t i o n	The Company is Undergoing CIRP vide Hon'ble NCLT Mumbai Bench Order Dtd Feb 8, 2021. Pursuant To The Said Order And The Provisions Of IBC, The Powers Of The Board Of Directors Have Been Suspended And Are Vested In Mr. Girish Siriram Juneja, In Capacity Of RP. Further, In Terms Of Sub Reg (2A) And (2B) Of Reg 15 Which Came Into Effect Vide SEBI (LODR) Requirements (Third Amendment) Regulations, 2018, The Provisions As Specified In Regulation 17 To 21 Are Not Applicable During The Insolvency Resolution Process Period In Respect Of A Listed Entity Which Is Undergoing CIRP Under The IBC, 2016.
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	The Material subsidiaries of the Company is under Corporate Insolvency Resolution Process and hence, the Corporate Governance requirements with respect to subsidiaries are not being complied with.
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Name : **Mangesh Mukund Deokar Bhosale**
Designation : **Chief Financial Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(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)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

<i>them</i>			
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(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
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

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

Company Remarks in case of non-compliant status

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Name:

Designation: anx4Designation

Place:

Date: