

SREELEATHERS LIMITED

CIN: L67190WB1991PLC050656
6, Tottee Lane, Kolkata-700 016
Phone No.:2286-1571, Fax: 2217-6468
Email:sreeleathers@sreeleathers.com
Website: www.sreeleathers.com

Date: 15.04.2021

To :

Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata – 700 001
Scrip Code:13328

Dear Sir,

Sub: Submission of Corporate Governance Report for the Quarter and year ended 31.03.2021

Please find enclosed herewith following :-

1. Corporate Governance Report Under Regulation 27(2) for the quarter and year ended 31.03.2021.

Kindly take the above in your record and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Sreeleathers Limited

FOR SREELEATHERS LIMITED

Company Secretary

Company Secretary

Encl: As above

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: SREELEATHERS LIMITED
2. Quarter ending: 31/03/2021

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &	Date of Birth	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)
Mr.	SATYABRATA DEY	ACXPD9403D00569965	Chairperson, Executive Director	03-02-1950	02-12-1999		1	0	0
Mr.	K. D. SARKAR	ADSPS4542G08200786	Independent Director	09-10-1949	22-08-2018	31	1	2	1
Mr.	ANIL CHANDRA BERA	ADUPB5841M02002208	Independent Director	14-01-1943	22-08-2018	31	1	2	1
Mrs.	SADHANA ADHIKARY	ARGPA6253J02974882	Independent Director	25-03-1970	25-09-2014	78	1	2	0
Ms.	ROCHITA DEY	ATMPD7654G02947831	Executive Director	24-09-1991	24-09-2019		1	0	0
Mrs.	SHIPRA DEY	ACXPD9404E00570021	Executive Director	15-05-1963	24-09-2019		1	0	0
<p>§ PAN number of any director would not be displayed on the website of Stock Exchange</p> <p>& 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</p> <p>* 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.</p>									

For SREELEATHERS LIMITED



Company Secretary

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) ^s
1. Audit Committee	i. K. D. SARKAR ii. ANIL CHANDRA BERA iii. SADHANA ADHIKARY	i. Chairperson ii. Member iii. Member
2. Nomination & Remuneration Committee	i. K. D. SARKAR ii. ANIL CHANDRA BERA iii. SADHANA ADHIKARY	i. Chairperson ii. Member iii. Member
3. Stakeholders Relationship Committee [*]	i. ANIL CHANDRA BERA ii. K. D. SARKAR iii. SADHANA ADHIKARY	i. Chairperson ii. Member iii. Member
4 Corporate Social Responsibility Committee	i. ANIL CHANDRA BERA ii. K. D. SARKAR iii. SADHANA ADHIKARY	i. Chairperson ii. Member iii. Member
5. Performance Evaluation Committee	i. K. D. SARKAR ii. ANIL CHANDRA BERA iii. SADHANA ADHIKARY	i. Chairperson ii. Member iii. Member

^{*}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)
13-11-2020	13-02-2021	80
24-11-2020	30-03-2021	44

IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of Independent Directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee					
13-02-2021	YES	3	3	13-11-2020	91
Nomination and remuneration committee					
30-03-2021	YES	3	3	13-11-2020	136
Stakeholders relationship committee					
26-02-2021	YES	3	3	20-10-2020	128
30-03-2021					31

For SREELEATHERS LIMITED

Company Secretary

Corporate Social responsibility Committee

30-03-2021	YES	3	3	20-10-2020	160
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Performance Evaluation Committee

26-02-2021	YES	3	3	06-11-2020	112
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* 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 (Yes/No/NA) ^{refer note below}
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

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
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 have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

Bijoy Kumar Roy

For SREELEATHERS LIMITED

Company Secretary


 Company Secretary

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				

For SREELEATHERS LIMITED


 Company Secretary

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		Add Notes

Annexure II		
1	Name of signatory	BIJOY KUMAR ROY
2	Designation	Company Secretary

For SREELEATHERS LIMITED


Company Secretary

Annexure II

Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.sreeleathers.co.in/
2	Terms and conditions of appointment of independent directors	Yes		https://www.sreeleathers.co.in/policy/
3	Composition of various committees of board of directors	Yes		https://sreeleathers.co.in/committee/
4	Code of conduct of board of directors and senior management personnel	Yes		https://sreeleathers.co.in/code-of-conduct/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.sreeleathers.co.in/policy/
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		https://www.sreeleathers.co.in/policy/
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.sreeleathers.co.in/policy/
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.sreeleathers.co.in/
11	email address for grievance redressal and other relevant details	Yes		https://www.sreeleathers.co.in/
12	Financial results	Yes		https://www.sreeleathers.co.in/quarterly-report/
13	Shareholding pattern	Yes		https://www.sreeleathers.co.in/shareholding-pattern/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	Yes		https://www.sreeleathers.co.in/
17	Advertisements as per regulation 47 (1)	Yes		https://sreeleathers.co.in/advertisement/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.sreeleathers.co.in/
21	Materiality Policy as per Regulation 30	Yes		https://www.sreeleathers.co.in/policy/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.sreeleathers.co.in/
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

For SREELEATHERS LIMITED



Company Secretary