A. K. Capital Finance Limited

REGISTERED OFFICE:
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To,
Listing Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Subject: Report of Corporate Governance pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Pursuant to the provisions of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith a report on Corporate Governance for the quarter ended June 30, 2023.

We request you to take the above on your records.

Thanking You,

Yours faithfully,

For A. K. Capital Finance Limited

GOVIND LALWANI

Digitally signed by GOVIND LALWANI
DN: c=IN, o=PERSONAL, title=7393, pseudonym=d35fe9f816084c94aa6fbb474454adad, 2.5.4.20=fbb417d1b37e8256b87a96ed3159859255fc48beea4440979c5f0b5c093ccda6, postalCode=302004, st=Rajasthan, serialNumber=ae888dfb06b0c87d8c45490ad2191c45b7bbc3f39eab91f78020345dd14cdb73, cn=GOVIND LALWANI
Date: 2023.07.20 13:05:36 +05'30'

A. K. CAPITAL FINANCE LIMITED

Govind Lalwani
Company Secretary and Compliance Officer
Membership No.: A38806

Date: July 20, 2023
Place: Mumbai

General information about company	
Scrip code	955899
NSE Symbol	Not applicable
MSEI Symbol	Not applicable
ISIN	INE197P07011
Name of the entity	A. K. Capital Finance Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																										
Whether the listed entity has a Regular Chairperson								Yes																		
Whether Chairperson is related to MD or CEO								No	Disqualification of Directors under section 164 of the Companies Act, 2013																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Rajiv Kumar Bakshi	ABQPB8389L	00264007	Non-Executive - Independent Director	Chairperson		21-10-1952	No				Active	NA		19-05-2014	01-04-2019		109.12	4	4	5	2		
2	Mr	A. K. Mittal	AXOPM7089C	00698377	Executive Director	Not Applicable	MD	19-02-1955	No				Active	NA		30-11-2012	30-11-2022			2	0	2	0		
3	Mr	Khimji Shamji Pandav	AAHPP8446N	01070944	Non-Executive - Independent Director	Not Applicable		11-03-1953	No				Active	Yes	03-09-2022	11-08-2018			58.2	2	2	3	2		
4	Ms	Aditi Mittal	ALKPM2162Q	00698397	Executive Director	Not Applicable		31-08-1982	No				Active	NA		02-12-2022				2	0	2	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 Regulations)	Notes for not providing PAN	Notes for not providing DIN

5	Mr	Deepak Maheshwari	AGRPM6875C	00750047	Non-Executive - Independent Director	Not Applicable		03-08-1977	No				Active	NA		06-02-2023			4.25	1	1	1	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01070944	Khimji Shamji Pandav	Non-Executive - Independent Director	Chairperson	21-09-2018		
2	00264007	Rajiv Kumar Bakshi	Non-Executive - Independent Director	Member	23-05-2014		
3	00750047	Deepak Maheshwari	Non-Executive - Independent Director	Member	06-02-2023		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01070944	Khimji Shamji Pandav	Non-Executive - Independent Director	Chairperson	21-09-2018		
2	00264007	Rajiv Kumar Bakshi	Non-Executive - Independent Director	Member	23-05-2014		
3	00750047	Deepak Maheshwari	Non-Executive - Independent Director	Member	06-02-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00264007	Rajiv Kumar Bakshi	Non-Executive - Independent Director	Chairperson	25-10-2021		
2	00698377	A. K. Mittal	Executive Director	Member	25-10-2021		
3	00698397	Aditi Mittal	Executive Director	Member	02-12-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00698377	A. K. Mittal	Executive Director	Chairperson	25-10-2021		
2	00264007	Rajiv Kumar Bakshi	Non-Executive - Independent Director	Member	25-10-2021		
3	99999999	Shilpa Sadani	Head Risk	Member	28-10-2022		Textual Information(1)

Sr Text Block	
Textual Information(1)	Ms. Shilpa Sadani (non-Board member) was appointed as Head Risk.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00264007	Rajiv Kumar Bakshi	Non-Executive - Independent Director	Member	01-04-2014		
2	00698377	A. K. Mittal	Executive Director	Member	01-04-2014		
3	01070944	Khimji Shamji Pandav	Non-Executive - Independent Director	Member	21-09-2018		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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*
1	06-02-2023				Yes	5	4	2
2		01-04-2023	53		Yes	5	5	3
3		20-05-2023	48		Yes	5	4	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	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)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	06-02-2023				Yes	3	2	2	0
2	Audit Committee	01-04-2023	53			Yes	3	3	3	0
3	Audit Committee	20-05-2023	48			Yes	3	3	3	0
4	Nomination and remuneration committee	06-02-2023				Yes	3	2	2	0
5	Nomination and remuneration committee	01-04-2023	53			Yes	3	3	3	0
6	Risk Management Committee	06-02-2023				Yes	2	2	1	1

Annexure 1

IV. Meeting of Committees

Sr	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)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	20-05-2023	102			Yes	2	2	1	1
8	Stakeholders Relationship Committee	06-02-2023				Yes	3	3	1	0
9	Stakeholders Relationship Committee	20-05-2023				Yes	3	3	1	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block	
Textual Information(1)	SEBI (LODR) (Fifth Amendment) Regulations, 2021 is applicable to the Company w.e.f. September 7, 2021 and as per Regulation 23(4) of SEBI (LODR) Regulations, 2015 all material related party transactions shall require approval of shareholders and no related party shall vote to approve such resolution whether the entity is a related party to the particular transaction or not. Currently, the Company has 7 Equity Shareholders (Holding Company and 6 other Nominee Shareholders) wherein all the Shareholders are related parties. In view of above, the passing of resolution at the general meeting is unfeasible, hence the same is marked as Not Applicable

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	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)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Govind Lalwani
2	Designation	Company Secretary and Compliance Officer

Text Block

Signatory Details	
Name of signatory	Govind Lalwani
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	20-07-2023