A. K. Capital Finance Limited

REGISTERED OFFICE:
601-602, 6TH FLOOR, WINDSOR,
OFF CST ROAD, KALINA, SANTACRUZ (EAST),
MUMBAI – 400 098 (INDIA)
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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 December 31, 2022.

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
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A. K. CAPITAL FINANCE LIMITED

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

Date: January 16, 2023
Place: Mumbai

REPORT OF CORPORATE GOVERNANCE TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

1. Name of Listed Entity : **A. K. Capital Finance Limited**
2. Quarter ending : **December 31, 2022**

A. **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 of director (in months) *	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) 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)
Mr.	Rajiv Kumar Bakshi	ABQPB8389L 00264007	Chairperson, Non-Executive – Independent Director	May 19, 2014	April 01, 2019	-	103	October 21, 1952	3	3	5	1
Mr.	A. K. Mittal	AXOPM7089C 00698377	Executive Director, MD	November 30, 2012	November 30, 2022	-	-	February 19, 1955	2	0	2	0
Mr.	Khimji Shamji Pandav	AAHPP8446N 01070944	Non-Executive – Independent Director	August 11, 2018	-	-	52	March 11, 1953	2	2	3	2
Ms.	Annu Garg	AKWPG8561C 07817550	Executive Director	April 2, 2019	-	December 1, 2022	-	May 27, 1991	1	0	1	0

Mr.	Vikas S Agarwal	AELPA2164A 03582526	Non-Executive – Independent Director	October 25, 2021	-	-	14	March 05, 1971	1	1	1	0
Ms.	Aditi Mittal	ALKPM2162Q 00698397	Executive Director	December 2, 2022	-	-	-	August 31, 1982	2	0	2	1
			Whether Regular Chairperson appointed: Yes									
			Whether Chairperson is related to managing director or CEO: No									
			$PAN of any director would not be displayed on the website of Stock Exchange *&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* **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.*								

Note: None of the Directors are disqualified under Section 164 of the Companies Act, 2013.

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category 1 (Executive/Non-Executive/independent/Nominee)	Category 2 (Chairperson/ Member)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Khimji Shamji Pandav	Non-Executive – Independent Director	Chairperson	21/09/2018	-
		Mr. Rajiv Kumar Bakshi	Non-Executive – Independent Director	Member	23/05/2014	-
		Mr. Vikas S Agarwal	Non-Executive – Independent Director	Member	09/12/2021	-
2. Nomination & Remuneration Committee	Yes	Mr. Khimji Shamji Pandav	Non-Executive – Independent Director	Chairperson	21/09/2018	-
		Mr. Rajiv Kumar Bakshi	Non-Executive – Independent Director	Member	23/05/2014	-
		Mr. Vikas S Agarwal	Non-Executive – Independent Director	Member	09/12/2021	-
3. Stakeholders Relationship Committee	Yes	Mr. Rajiv Kumar Bakshi	Non-Executive – Independent Director	Chairperson	25/10/2021	-
		Mr. A. K. Mittal	Executive Director, MD	Member	25/10/2021	-
		Ms. Annu Garg	Executive Director	Member	25/10/2021	01/12/2022
		Ms. Aditi Mittal	Executive Director	Member	02/12/2022	-
4. Risk Management Committee	Yes	Mr. A. K. Mittal	Executive Director, MD	Chairperson	25/10/2021	-
		Mr. Rajiv Kumar Bakshi	Non-Executive – Independent Director	Member	25/10/2021	-
		Ms. Shraddha Joshi	Head Risk	Member	25/10/2021	28/10/2022
		Ms. Shilpa Sadani	Head Risk	Member	28/10/2022	-
5. Corporate Social Responsibility Committee	No	Mr. Rajiv Kumar Bakshi	Non-Executive - Independent Director	Member	01/04/2014	-
		Mr. A. K. Mittal	Executive Director, MD	Member	01/04/2014	-
		Mr. Khimji Shamji Pandav	Non-Executive - Independent Director	Member	21/09/2018	-

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	Total no. of Directors as on date of the meeting	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive Meetings (in number of days)
July 25, 2022	-	Yes	5	5	3	-
-	October 28, 2022	Yes	5	5	3	94
-	December 2, 2022	Yes	4	4	3	34

IV. Meeting of Committees

Audit Committee						
Date(s) of Meeting of the Committee in the relevant quarter	**Whether requirement of Quorum met**	**Total no. of Directors as on date of the meeting**	**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)**
-	Yes	3	3	3	July 25, 2022	-
October 28, 2022	Yes	3	3	3	-	94
December 2, 2022	Yes	3	3	3	-	34

Nomination and Remuneration Committee						
Date(s) of Meeting of the Committee in the relevant quarter	**Whether requirement of Quorum met**	**Total no. of Directors as on date of the meeting**	**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)**
-	-	3	3	3	July 25, 2022	-
December 2, 2022	Yes	3	3	3	-	-

Risk Management Committee							
Date(s) of Meeting of the Committee in the relevant quarter	**Whether requirement of Quorum met**	**Total no. of Directors as on date of the meeting**	**No. of members attending the meeting (other than Board of Directors)**	**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)**
-	-	2	1	2	1	July 25, 2022	-
October 28, 2022	Yes	2	1	2	1	-	-

Stakeholders Relationship Committee						
Date(s) of Meeting of the Committee in the relevant quarter	**Whether requirement of Quorum met**	**Total no. of Directors as on date of the meeting**	**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)**
-	-	3	3	1	July 25, 2022	-
October 28, 2022	Yes	3	3	1	-	-

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
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

*****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.

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 (Listing Obligations and Disclosure Requirements) Regulations, 2015.
   a. Audit Committee
   b. Nomination and Remuneration Committee
   c. Stakeholders Relationship Committee
   d. Risk Management Committee
3. The Committee Members have been made aware of their powers, role and responsibilities as specified in the 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.

For A. K. Capital Finance Limited

GOVIND LALWANI

Digitally signed by GOVIND LALWANI
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A. K. CAPITAL FINANCE LIMITED

Govind Lalwani
Company Secretary
ACS: A38806

Date: January 16, 2023
Place: Mumbai