

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis Annex-I

1. Name of Listed Entity : **Clix Capital Services Private Limited**

2. Quarter ending : **March 31, 2022**

I. Composition of Board of Directors												
Title	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	Date of Birth	No. Of directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Pramod Bhasin	01197009	None-Executive, Chairperson	31.08.2016	30/09/2017	NA	NA	09.01.1952	2	1	1	1
Mr.	Anil Chawla	00016555	Non-Executive	31.08.2016	30/09/2017	NA	NA	27.12.1964	1	0	1	0
Mr.	Utsav Bajjal	02592194	Non-Executive	01.10.2020	28/12/2020	NA	NA	11.12.1976	1	0	1	0
Mr.	Rakesh Kaul	03386665	Non-Executive	23.09.2021	30.09.2021	NA	NA	21/05.1973	1	0	0	0
Mr.	Sanjiv Misra	03511635	Non-Executive	11.02.2021	30/09/2021	NA	NA	08.07.1960	1	0	0	0
Mr.	Steve Martinez	06765499	Non-Executive	17.01.2017	30.09.2017	NA	NA	05.02.1969	1	0	0	0
Mrs.	Rashmi Mohanty	07072541	Non-Executive	28.11.2019	28.11.2019	NA	NA	04.03.1972	2	0	0	1
Mr.	Kaushik Ramakrishnan	08303198	Non-Executive	11.02.2021	30/09/2021	NA	NA	31.03.1985	1	0	1	0
		Whether Regular chairperson appointed Yes										
		Whether Chairperson is related to managing director or CEO : NO										

		<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&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</i></p> <p><i>* 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.</i></p>

II. Composition of Committees						
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation	
Audit Committee	Yes	Pramod Bhasin Anil Chawla Utsav Baijal Kaushik Ramakrishnan	Chairperson & Non- Executive Non- Executive Non- Executive Non- Executive	31.8.16 31.8.16 1.10.20 11.2.21	NA	
Nomination & Remuneration Committee	Yes	Pramod Bhasin Anil Chawla Utsav Baijal Sanjiv Misra	Chairperson & Non- Executive Non- Executive Non- Executive Non- Executive	31.8.16 31.8.16 1.10.20 11.2.21	NA	
Stakeholders Relationship Committee	NA	NA	NA	NA	NA	
Risk management committee	Yes	Anil Chawla Utsav Baijal Kaushik Ramakrishnan	Chairperson & Non- Executive Non- Executive Non- Executive	31.8.16 1.10.20 11.2.21	NA	
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*	Maximum gap between any two consecutive (in number of days)
		14.02.2022	Yes	8	NA	27
		17.01.2022	Yes	6	NA	33

15.12.2021		Yes	7	NA	32
13.12.2021		Yes	6	NA	
IV. Meetings of Committees (audit)					
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*
14.02.2022	Yes	4	NA	15.12.2021	27
17.1.2022	Yes	4	NA	13.11.2021	33
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 the Audit Committee		Yes			
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 d. Risk management committee (applicable to the top 100 listed entities) 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 has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

Ashhish K Paanday
Company Secretary

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 (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	https://www.clix.capital/
b) Terms and conditions of appointment of independent directors	NA	
c) Composition of various committees of board of directors	Yes	https://www.clix.capital/investors/
d) Code of conduct of board of directors and senior management personnel	Yes	https://www.clix.capital/investors/
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.clix.capital/our-policies/
f) Criteria of making payments to non-executive directors	Yes	https://www.clix.capital/our-policies/
g) Policy on dealing with related party transactions	NA	
h) Policy for determining 'material' subsidiaries	NA	
i) Details of familiarization programmes imparted to independent directors	NA	
j) Email address for grievance redressal and other relevant details	Yes	https://www.clix.capital/investors/
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.clix.capital/investors/
l) Financial results	Yes	https://www.clix.capital/investors/
m) Shareholding pattern	NA	
n) Details of agreements entered into with the media companies and/or their associates	No	
o) 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	No	
p) New name and the old name of the listed entity	NA	
q) Advertisements as per regulation 47 (1)	NA	
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	https://www.clix.capital/investors/
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.clix.capital/investors/

As per other regulations of LODR		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	NA	
b) Materiality Policy as per Regulation 30	NA	
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	
It is certified that these contents on the website of the listed entity are correct.		

II. Annual Affirmation		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	16(1)(b) & 25(6)	No
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	No
<i>Meeting of board of directors</i>	17(2)	Yes
<i>Quorum of board meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for Appointments</i>	17(4)	No
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	NA
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	NA
<i>Recommendation of board</i>	17(11)	NA
<i>Maximum number of directorship</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	No
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of Nomination & Remuneration Committee</i>	19(1) & (2)	No
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes

<i>Meeting of Nomination & Remuneration Committee</i>	19(3A)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	No
<i>Meeting of Stakeholder Relationship Committee</i>	20 (3A)	No
<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	No
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	No
<i>Approval for material related party Transactions</i>	23(4)	NA
<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)	NA
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes
<i>Alternate Director to Independent Director</i>	25(1)	NA
<i>Maximum Tenure</i>	25(2)	NA
<i>Meeting of independent directors</i>	25(3) & (4)	NA
<i>Familiarization of independent directors</i>	25(7)	NA
<i>Declaration from Independent Director</i>	25(8) & (9)	NA
<i>Directors and Officers insurance</i>	25(10)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	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.
3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:
The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.

Ashhish K Paanday
Company Secretary

ANNEX III

Format to be submitted by listed entity at the end of 6 months from the close of financial year

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

Note

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Ashhish K Paanday
Company Secretary

ANNEX IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year Half year ending -

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate Amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil
Director or any other entity controlled by them	Nil	Nil
KMP or any other entity controlled by them	Nil	Nil

(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)
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Director or any other entity controlled by them	Nil	Nil	Nil
KMP or any other entity controlled by them	Nil	Nil	Nil

(C) 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 of security (cash/shares etc.)	Aggregate value of security during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors(including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMP or any other entity controlled by them	Nil	Nil	Nil

III. 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.

Rakesh Kaul
CEO

Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;

a) by a government company to/ for the Government or government company

b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.

c) by a banking company or an insurance company ; and

d) by the listed entity to its employees or directors as a part of the service conditions

2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..