



Report on Corporate Governance for the quarter ended on September 30, 2024

ANNEX I

Name of Listed Entity: Clix Capital Services Private Limited

Quarter ending: September 30, 2024

I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee) ^{&}	Initial Date of Appointment	Date of Reappoint ment	Date of Cessatio n	Tenure* months	Date of Birth	No. of directorship in listed entities including this listed entity ** [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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.	Pramod Bhasin	01197009	Non - Executive	31.08.2016	27.09.2024	-	-	09.01.1952	2	1	2	Nil
Mr.	Anil Chawla	00016555	Non- Executive	31.08.2016	27.09.2024	-	-	27.12.1964	1	Nil	1	Nil
Mr.	Rakesh Kaul	03386665	Executive	23.09.2021	-	-	-	21.05.1973	1	Nil	Nil	Nil
Mr.	Utsav Baijal	02592194	Non- Executive	01.10.2020	-	-	-	11.12.1976	1	Nil	1	Nil
Mr.	Kaushik Ramakrishnan	08303198	Non- Executive	11.02.2021	-	-	-	31.03.1985	1	Nil	1	Nil
Mr.	Chander Mohan Vasudev	00143885	Chairman/ Independent Director	31.03.2023	-	-	18	05.04.1943	2	2	2	Nil
Mr.	Ajay Bharat Candade	07090569	Independent Director	31.03.2023	-	-	18	07.03.1980	1	1	1	1
Ms.	Anuradha Bajpai	07128141	Independent Director	31.03.2023	-	-	18	15.06.1967	2	2	7	5
Mr.	Aditya Gupta	02408452	Non Executive	31.07.2023	-	-	-	11.03.1980	1	Nil	Nil	Nil

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		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. **Alternate Directorship not included above
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
1. Audit Committee	Yes	Ms. Anuradha Bajpai Mr. Pramod Bhasin Mr. Chander Mohan Vasudev Chairperson/Independent Non-Executive Independent 31.03.2023 31.08.2016 31.03.2023 -
2. Nomination & Remuneration Committee	Yes	Mr. Ajay Bharat Candade Mr. Chander Mohan Vasudev Mr. Utsav Baijal Chairman/Independent Independent Non-Executive 31.03.2023 31.03.2023 01.10.2020 -
3. Risk Management Committee (if applicable)*	Yes	Mr. Anil Chawla Mr. Ajay Bharat Candade Mr. Utsav Baijal Mr. Kaushik Ramakrishnan Chairman/Non Executive Independent Non-Executive Non-Executive 31.08.2016 31.03.2023 01.10.2020 11.02.2021 -
4. Stakeholders Relationship Committee	Yes	Mr. Ajay Bharat Candade Mr. Pramod Bhasin Mr. Anil Chawla Mr. Utsav Baijal Mr. Kaushik Ramakrishnan Chairman/Independent Non-Executive Non-Executive Non-Executive Non-Executive 31.03.2023 31.03.2023 31.03.2023 31.03.2023 31.03.2023 -
5. CSR Committee	Yes	Mr. Pramod Bhasin Mr. Anil Chawla Mr. Utsav Baijal Mr. Kaushik Ramakrishnan Mr. Ajay Candade Chairman/ Non- Executive Non – Executive Non – Executive Non – Executive Independent 31.08.2016 31.08.2016 01.10.2020 11.02.2021 20.09.2023 -

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&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

***Risk Management Committee constituted as per RBI Corporate Governance Guidelines**

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)
30.05.2024	08.08.2024	Yes	7	3	23
-	15.07.2024	Yes	5	2	45

** to be filled in only for the current quarter meetings*

IV. Meetings 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**
Risk Management Committee 30.07.2024	Yes	3	1	20.05.2024	70
Audit Committee 08.08.2024	Yes	6	2	29.05.2024	70

** This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional*

***to be filled in only for the current quarter meetings*

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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

Note:

- 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.*
- If status is "No" details of non-compliance may be given here.*

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VI. Affirmations	
<ol style="list-style-type: none"> 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 <ol style="list-style-type: none"> 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. 	

VII. Details of cyber security incidence	
1. Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
2. Date of Event	N.A.
3. Brief details of Event	N.A.
Name & Designation Vinu R Kalra Company Secretary Membership No: A17923	

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.

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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)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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. 3 If the Listed Entity would like to provide any other information the same may be indicated here.		
Name & Designation Vinu R Kalra Company Secretary Membership No: A17923		



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 – September 30, 2024

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(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
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs 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
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

(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
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
KMPs or any other entity controlled by them	Nil	Nil	Nil

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**II. 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.

Name & Designation

Vinu R Kalra

Company Secretary

Note

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;

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

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

by a banking company or an insurance company ; and

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

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

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