

## Corporate Governance Report

### ANNEXURE I

1. Name of Listed Entity - **Akg Exim Limited**

2. Quarter ending - **31-Mar-2022**

#### i. Composition Of Board of Director

Title Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed ?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directors hip in listed entities including this listed entity	No of members hips 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	Members hip in Committees of the Company	Remarks
Mrs.	MAHIMA GOEL	022050 03	ABZP G8712 D	C & ED	MD	26- Mar- 2009	16-Jun- 2020			07-Feb- 1977	NA		1		1	0	AC	
Mr.	RAJEEV GOEL	015072 97	AAJP G4108 N	NED		26-Jul- 2005	11-Jun- 2020			23-Dec- 1974	NA		1		1	0	SC, NRC	
Mr.	RAKESH MOHAN	073529 15	AAAP M177 3G	ID		04-Jan- 2018	20-Jul- 2018		51	02-Jan- 1952	NA		3		5	2	AC, SC, NRC	
Mr.	RAO LAXMAN SINGH	080551 92	AAJPY 3453A	ID		18-Jan- 2018	11-Jan- 2021		50	01-Aug- 1957	NA		1		2	0	AC, SC, NRC	
Mr.	KARTIK GUGLANI	086666 76	BTAP K2249 B	ID		24-Jan- 2020	30-Sep- 2020	14- Jan- 2022	24	18-Dec- 1989	NA		1		2	0	AC, SC, NRC	
Mr.	RAHUL BAJAJ	034087 66	AOUP B5442 B	ED		27-Jul- 2019	30-Sep- 2020			29-Oct- 1989	NA		1		0	0		

Company Remarks	
Whether Permanent chairperson appointed	No
Whether Chairperson is related to MD or CEO	Yes

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	MAHIMA GOEL	C & ED	Member	18-Jan-2018	
2	RAKESH MOHAN	ID	Chairperson	18-Jan-2018	
3	KARTIK GUGLANI	ID	Member	16-Jun-2020	14-Jan-2022
4	RAO LAXMAN SINGH	ID	Member	25-Jan-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	RAKESH MOHAN	ID	Chairperson	27-Jul-2019	
2	KARTIK GUGLANI	ID	Member	16-Jun-2020	14-Jan-2022
3	RAO LAXMAN SINGH	ID	Member	18-Jan-2018	
4	RAJEEV GOEL	NED	Member	25-Jan-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

#### d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	RAKESH MOHAN	ID	Chairperson	27-Jul-2019	
2	KARTIK GUGLANI	ID	Member	16-Jun-2020	14-Jan-2022
3	RAO LAXMAN SINGH	ID	Member	18-Jan-2018	
4	RAJEEV GOEL	NED	Member	25-Jan-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

#### 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
30-Oct-2021	03-Feb-2022	Yes	5	2

Company Remarks	
Maximum gap between any two consecutives (in number of days)	95

#### iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors' present
Audit Committee	30-Oct-2021		Yes	3	3
Audit Committee		03-Feb-2022	Yes	3	2
Nomination & Remuneration Committee		03-Feb-2022	Yes	3	2
Stakeholders Relationship Committee	30-Oct-2021		Yes	3	3
Stakeholders Relationship Committee		03-Feb-2022	Yes	3	2

Company Remarks	
Maximum gap between any	95

two consecutives (in number of days) [Only for Audit Committee]	
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v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders' relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. – **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

**Name** : MAHIMA GOEL  
**Designation** : Managing Director

## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		<a href="http://www.akg-global.com">www.akg-global.com</a>
Terms and conditions of appointment of independent directors	Yes		<a href="https://www.akg-global.com/investors/list-of-kmp/policies/">https://www.akg-global.com/investors/list-of-kmp/policies/</a>
Composition of various committees of board of directors	Yes		<a href="https://www.akg-global.com/investors/board-of-directors/">https://www.akg-global.com/investors/board-of-directors/</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.akg-global.com/investors/list-of-kmp/policies/">https://www.akg-global.com/investors/list-of-kmp/policies/</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.akg-global.com/investors/list-of-kmp/policies/">https://www.akg-global.com/investors/list-of-kmp/policies/</a>
Criteria of making payments to non-executive directors	Not Applicable		
Policy on dealing with related party transactions	Yes		<a href="https://www.akg-global.com/investors/list-of-kmp/policies/">https://www.akg-global.com/investors/list-of-kmp/policies/</a>
Policy for determining 'material' subsidiaries	Yes		<a href="https://www.akg-global.com/investors/list-of-kmp/policies/">https://www.akg-global.com/investors/list-of-kmp/policies/</a>
Details of familiarization programs imparted to independent directors	Yes		<a href="https://www.akg-global.com/investors/list-of-kmp/policies/">https://www.akg-global.com/investors/list-of-kmp/policies/</a>
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.akg-global.com">www.akg-global.com</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant	Yes		<a href="http://www.akg-global.com">www.akg-global.com</a>

Financial results	Yes		<a href="https://www.akg-global.com/investors/corporate-governance/financial-results/">https://www.akg-global.com/investors/corporate-governance/financial-results/</a>
Shareholding pattern	Yes		<a href="https://www.akg-global.com/investors/corporate-governance/shareholding-">https://www.akg-global.com/investors/corporate-governance/shareholding-</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
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	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		<a href="https://www.akg-global.com/investors/corporate-governance/announcement/">https://www.akg-global.com/investors/corporate-governance/announcement/</a>
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Not Applicable		
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="http://www.akg-global.com">www.akg-global.com</a>
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="http://www.akg-global.com">www.akg-global.com</a>
Materiality Policy as per Regulation 30	Yes		<a href="https://www.akg-global.com/investors/list-of-kmp/policies/">https://www.akg-global.com/investors/list-of-kmp/policies/</a>
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		<a href="https://www.akg-global.com/investors/list-of-kmp/policies/">https://www.akg-global.com/investors/list-of-kmp/policies/</a>
It is certified that these contents on the website of the listed entity are correct.	Yes		<a href="http://www.akg-global.com">www.akg-global.com</a>

<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorships	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1), (2),(3),(4)	Not Applicable	
Meeting of Risk Management Committee	22	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Not Applicable	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	

Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Not	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

<b>Other Information</b>	
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### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

<b>Other Information</b>	
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**Name** : **MAHIMA GOEL**  
**Designation** : **Managing Director**



**ANNEXURE IV**

symbol	Company Name	Quarter Ended
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them
0	0	6648035	0	0	0	16632778	0

**(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		0	0
Promoter Group or any other entity controlled by them		0	0
Directors (including relatives) or any other entity controlled by them		0	0
KMPs or any other entity controlled by them		0	0

**(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:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**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

**Company Remarks in case of non-compliant status**

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**Name:** RAHUL BAJAJ  
**Designation:** Chief Financial Officer  
**Place:** GURUGRAM  
**Date:** 18-Apr-2022