



April 19, 2024

BSE Limited
Corporate Relation
1st Floor, New Trading Ring
Rotunga Building Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001
Stock code: 534328

National Stock Exchange of India Limited,
Department Listing Department,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051
Stock code: HEXATRADEX

Sub. : Report on Corporate Governance for the quarter ended 31.03.2024 - Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs/Madam,

We are submitting herewith the captioned report for the quarter ended 31.03.2024 along with all necessary details. Material transaction with related party during the quarter is attached herewith.

This is for your information and record please.

Thanking you,
Yours faithfully,

For Hexa Tradex Limited,

**Pravesh Srivastava
Company Secretary
ACS- 20993**

Hexa Tradex Limited | www.hexatradex.com

Jindal Centre, 12, Bhikaiji Cama Place, New Delhi - 110066, Phone: +91 (11) 26188360-74 Fax: +91) 26170691
Regd. Office: A-1, UPSIDC, Indl. Area, Nandgaon Road, Kosi Kalan, Distt. Mathura (U.P.) - 281403

CIN : L51101UP2010PLC042382

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General information about company

Scrip code	534328
NSE Symbol	HEXATRADEX
MSEI Symbol	NOTLISTED
ISIN	INE750M01017
Name of the entity	Hexa Tradex Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter ended date only

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Annexure 1																										
Annexure 1 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																		Add Notes								
Whether the listed entity has a Regular Chairperson																		Yes								
Whether Chairperson is related to MD or CEO																		No								
Disqualification of Directors under section 169 of the Companies Act, 2013																										
Sr	TDY (M/F/M)	Name of the Director	PAN	DN	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. 173A 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(2)(b) & 17A(2)(c) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 24(1) of Listing Regulations)	No of post of Chairperson in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
Act	Share																									
1	MR	Mr. Karan Agarwal	AAP56073M	20001105	Non-Executive - Independent Director	Chairperson		07-07-2002	No				Active	No		10-09-2014	10-09-2014		118.21	0	0	0				
2	MR	Girish Sharma	AAP59031K	01-12-1945	Non-Executive - Independent Director	Not Applicable		12-12-2015	No				Active	No		14-08-2015	30-09-2020		103.17	0	0	0				
3	MR	Rajinder Singh Lambha	AAB17138E	20080419	Non-Executive - Independent Director	Not Applicable		19-06-2009	No				Active	No	20-12-2010	21-11-2019	21-11-2019		50.00	0	0	0				
4	MR	Ashish Tark	AAP75011B	20081113	Non-Executive - Independent Director	Not Applicable		10-08-2009	No				Active	No		21-11-2019	21-11-2019		50.00	0	0	0				
5	MR	Vinay Des	AAP5920D	20090714	Non-Executive - Independent Director	Not Applicable		22-01-2011	No				Active	No		25-09-2021	25-09-2021		10.00	0	0	0				
6	MR	Naveen Kumar Agarwal	AAP29200M	20072400	Non-Executive - Non Independent Director	Not Applicable		10-10-2003	No				Active	No		10-08-2009	10-08-2009			0	0	0				
7	MR	Ravi Shank	A2094810A	20090309	Non-Executive - Non Independent Director	Not Applicable		23-10-2019	No				Active	No		10-08-2009	10-08-2009			0	0	0				

Annexure 3
II. Composition of Committees
Disclosure of notes on composition of committees explanatory

For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filed for every Committee.
 2. Date of Appointment can be any day upto September 30, 2022.
 3. Date of Cessation must be for the current quarter only, i.e. July 1, 2022 to September 30, 2022

Note: Please enter DIN, After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							
Yes							
Sl	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1.	0005349	Raj Karol Agrawal	Non-Executive - Independent Director	Chairperson	24-11-2011		
2.	0511240	Girish Sharma	Non-Executive - Independent Director	Member	14-08-2015		
3.	0055249	Narish Kumar Agrawal	Non-Executive - Non Independent Director	Member	10-08-2022		
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Note: Please enter DIN, After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

Nomination and Remuneration Committee							
Whether the Nomination and Remuneration Committee has a Regular Chairperson							
Yes							
Sl	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1.	0511240	Girish Sharma	Non-Executive - Independent Director	Chairperson	14-08-2015		
2.	0005349	Raj Karol Agrawal	Non-Executive - Independent Director	Member	17-05-2014		
3.	0055249	Narish Kumar Agrawal	Non-Executive - Non Independent Director	Member	10-08-2022		
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Note: Please enter DIN, After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

Shareholders Relationship Committee							
Whether the Shareholders Relationship Committee has a Regular Chairperson							
Yes							
Sl	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1.	0005349	Raj Karol Agrawal	Non-Executive - Independent Director	Chairperson	24-11-2011		
2.	0511240	Girish Sharma	Non-Executive - Independent Director	Member	14-08-2015		
3.	0055249	Narish Kumar Agrawal	Non-Executive - Non Independent Director	Member	10-08-2022		
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Yes							
Sl	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1.	0055249	Narish Kumar Agrawal	Non-Executive - Non Independent Director	Chairperson	10-08-2022		
2.	0005379	Rajesh Malik	Non-Executive - Non Independent Director	Member	10-08-2022		
3.	0088953	Ravinder Singh Lodha	Non-Executive - Independent Director	Member	25-06-2021		
4.	0088959	Harish Chugh	CEO/MD	Member	25-06-2021		10
5.							
6.							
7.							
8.							
9.							
10.							

Note: Please enter DIN, After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Yes							
Sl	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1.	0005349	Raj Karol Agrawal	Non-Executive - Independent Director	Chairperson	14-08-2015		
2.	0511240	Girish Sharma	Non-Executive - Independent Director	Member	14-08-2015		
3.	0055249	Narish Kumar Agrawal	Non-Executive - Non Independent Director	Member	10-08-2022		
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Other Committee						
Sl	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1.						
2.						
3.						
4.						
5.						
6.						
7.						
8.						
9.						
10.						

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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	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)	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*
	Add	Delete					
1	08-11-2023			Yes	7	7	5
2	08-02-2024	91		Yes	7	6	4

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* to be filled in only for the current quarter meetings

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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Add Notes			
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	Reason 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)
Add Delete										
1	Audit Committee	08-11-2023				Yes	3	3	2	0
2	Audit Committee	08-02-2024	91			Yes	3	2	1	0
3	Stakeholders Relationship Committee	08-02-2024				Yes	3	2	1	0
4	Risk Management Committee	30-01-2024				Yes	4	3	1	1

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* to be filled in only for the current quarter meetings

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Details of Cyber security incidence		
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
Other details of cyber security incidence or breaches or loss of data event		Add Notes
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

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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	Yes	
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			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Pravesh Srivastava
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II 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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://hexatradex.com/
2	Terms and conditions of appointment of independent directors	Yes		https://hexatradex.com/new/wp-content/uploads/2023/10/POLICY-REMUNERATION-POLICY-OF-Hexa.pdf
3	Composition of various committees of board of directors	Yes		https://hexatradex.com/board-committees/
4	Code of conduct of board of directors and senior management personnel	Yes		https://hexatradex.com/new/wp-content/uploads/2022/06/Code-of-Conduct-HTL-2018.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://hexatradex.com/new/wp-content/uploads/2023/10/POLICY-VIGIL-MECHANISM.pdf
6	Criteria of making payments to non-executive directors	Yes		https://hexatradex.com/new/wp-content/uploads/2023/10/POLICY-REMUNERATION-POLICY-OF-Hexa.pdf
7	Policy on dealing with related party transactions	Yes		https://hexatradex.com/new/wp-content/uploads/2023/11/POLICY-ON-RELATED-PARTY-TRANSACTIONS_26062015-Updated.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://hexatradex.com/new/wp-content/uploads/2024/04/POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARIES.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://hexatradex.com/new/wp-content/uploads/2023/10/Familiarization-Programme-of-Independent-Directors.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://hexatradex.com/investor-concerns/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://hexatradex.com/investor-concerns/
12	Financial results	Yes		https://hexatradex.com/financial-results/
13	Shareholding pattern	Yes		https://hexatradex.com/shareholding-pattern-2/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	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	NA		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://hexatradex.com/newspaper-publication/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://hexatradex.com/annual-reports/
20	Secretarial Compliance Report	Yes		https://hexatradex.com/annual-secretarial-compliance-report/
21	Materiality Policy as per Regulation 30 (4)	Yes		https://hexatradex.com/new/wp-content/uploads/2023/08/Policy-for-determining-of-materiality-of-events-and-information-09.08.2023.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://hexatradex.com/new/wp-content/uploads/2023/08/Policy-for-determining-of-materiality-of-events-and-information-09.08.2023.pdf
23	Disclosures under regulation 30(8)	Yes		https://hexatradex.com/listing-compliance-new/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://hexatradex.com/new/wp-content/uploads/2022/06/Dividend-Distribution-Policy.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://hexatradex.com/annual-return/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://hexatradex.com/inv-2/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://hexatradex.com
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
Any other information to be provided			Add Notes	
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Annexure II		
1	Name of signatory	Pravesh Srivastava
2	Designation	Company Secretary and Compliance Officer

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Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II

1	Name of signatory	Pravesh Srivastava
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(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	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(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	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			Add Notes
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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),		Yes	Add Notes
Name	Neeraj Kanagat		
Designation	CEO		
Place	New Delhi		
Date	19-04-2024		

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Signatory Details

Name of signatory	Pravesh Srivastava
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	19-04-2024

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Details of material related party transactions during the period ended 31.03.2024

(Amt in ₹)

S. No.	Name of the Party	Name of Related Party	Quarter ended 31.03.2024	Period ended 31.03.2024
1	Hexa Tradex Limited	Siddeshwari Tradex Pvt. Ltd.	93,00,000	2,80,00,000
2	Hexa Securities and Finance Company Limited (Wholly Owned Subsidiary of Hexa Tradex Limited)	Siddeshwari Tradex Pvt. Ltd.	5,00,000	31,65,00,000
3	Hexa Tradex Limited	Jindal Saw Limited	10,06,089	40,10,835

*The figures quoted above are exclusive of GST