COMMITTEES

(1) Audit committee

The Committee consists of the following Independent Non-Executive and Executive Directors:

Mahesh Ramchand Chhabria - Chairman
Siraj Azmat Chaudhry - Member
Tarun Sawhney – Member
Ashwath Ram - Member

The Audit Committee oversees the company's financial reporting process and disclosure of its financial information. It further reviews the accounting and financial policies and practices, internal control systems, quarterly, half yearly and annual financial results. It also recommends appointment of statutory and internal auditors and considers and discusses reports and observations made by them.

(2) Stakeholders Relationship Committee

The Committee consist of the following Directors:

Nikhil Sawhney - Chairman
Tarun Sawhney - Member
Sandhya Vasudevan –Member

The Committee is authorised to look into and review the actions for redressal of shareholders and investors grievances such as non-receipt of transferred/transmitted share certificates/annual report/refund orders/dividend warrants etc. as also to review the reports by the Compliance Officer/RTA relating to approval / confirmation of requests for share transfer / transmission/ transposition/consolidation / issue of duplicate share certificates/sub-division, remat, demat of shares etc from time to time.

(3) Nomination and Remuneration Committee

The Committee consist of the following Directors:

Siraj Azmat Chaudhry - Chairman
Sandhya Vasudevan
Dhruv M. Sawhney

The broad terms of reference of the Committee include:

(i) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors (Executive, Non-Executive and Independent Directors), key managerial personnel and other employees;

(ii) To identify persons who are qualified to become Directors (Executive, Non-Executive and Independent Directors) and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;

(iii) Plan for succession of Board members and Key Managerial Personnel;

(iv) To devise a policy on diversity of board of directors;

(v) To recommend to the board, all remuneration, in whatever form, payable to senior Management;

(vi) To formulate, administer and supervise the Company's Employee Stock Option Schemes (ESOP Schemes) including grant of stock options under the ESOP Schemes to the permanent employees of the Company from time to time in accordance with SEBI Guidelines/Regulations; and

(vii) To review the adequacy of aforesaid terms of reference and recommend any proposed change to the Board for its approval.

(4) Corporate Social Responsibility Committee

The Committee consist of the following Directors:

Sandhya Vasudevan - Chairperson
Tarun Sawhney - Member
Siraj Azmat Chaudhry –Member

The Committee is authorized to formulate and recommend to the board, a CSR policy indicating the activity or activities to be undertaken by the company as specified in Schedule VII of the Companies Act, 2013; recommend the amount to be spent on such activities; monitor the Company's CSR policy periodically and institute a transparent monitoring mechanism for the implementation of CSR projects.

(5) Risk Management Committee

The Committee consist of the following Directors:

Siraj Azmat Chaudhry - Chairman
Dhruv M. Sawhney
Tarun Sawhney

The broad terms of reference of the Committee include to formulate a detailed risk management policy; to ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company; to monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems; and to keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.