

STAKEHOLDERS RELATIONSHIP POLICY

a. Constitution, Membership and Composition

- **Chairperson** – The Chairperson of the Committee shall be a non-executive director. In case the Chairperson is not available to attend the meeting, the members present may elect one among them to be the Chairperson of the meeting. The Chairperson of the Committee shall be present at the Annual General Meeting of the Company to answer queries of the security holders.
- **Membership** - The members of the Committee shall be appointed by the Board on the recommendation of the Nomination and Remuneration Committee.
- **Invitees** – In addition to the members as mentioned above, any other director/person may be invited for bringing special knowledge etc. into the discussion. Invitee directors do not have any voting rights and may be entitled to sitting fees, if any, as mutually agreed by the members of the Board.
- **Secretary** – The Company Secretary of the Company acts as Secretary to the Committee.

b. Procedure and Quorum

- **Time and frequency of meetings** - The Committee shall meet from time to time or at least once a year. Members who are not physically present may attend through videoconference.
- **Quorum for meetings** - Two members present or one third of the total, whichever is higher, including those who attend via video conference shall form the quorum for the meeting.
- **Onward Reporting** – The draft Minutes of each meeting of the Committee shall be circulated within the statutory time period as stated in the Secretarial Standards as issued by the Institute of Company Secretaries of India read along with the Companies Act, 2013 or any other applicable law, rules or regulations as applicable from time to time. A copy of the signed minutes, certified by the Company Secretary, shall be circulated within the timelines as stated under the Secretarial Standards, to all the Members as on the date of the Meeting and appointed thereafter, except to those Members who have waived their right to receive the same either in writing or such waiver is recorded in the Minutes.

c. Roles and Responsibilities

The roles and responsibilities of the committee shall inter-alia include the following:

1. To consider and ensure resolution of the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual

- reports, non-receipt of dividends, issue of new/duplicate share certificates, general meetings etc.;
2. To monitor and review any investor grievances received by the Company through SEBI, BSE, NSE or SCORES and ensure its timely and speedy resolution, in consultation with the Company Secretary & Compliance officer and Registrar and Share Transfer Agent of the Company.
 3. To consider and review the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent ('RTA').
 4. To consider and review the measures taken for effective exercise of voting rights by shareholders.
 5. To consider and review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed / unpaid dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company.
 6. To review compliance relating to all securities including dividend payments, transfer of unclaimed amounts or shares to the Investor Education and Protection Fund.
 7. To undertake self-evaluation of its own functioning and identification of areas for improvement towards better governance.
 8. To perform such other functions or duties as may be required under the relevant provisions of the Companies Act read with rules made thereunder and as may be specifically delegated to the Committee by the Board from time to time.

d. Authority

1. To delegate its roles and responsibility jointly/severally to the Managing Director, Whole-time Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, Compliance Officer or any other Executive effective discharge of its functions.
2. To investigate any activity within its terms of reference.
3. To seek information from any employee/management of the company.
4. At its sole discretion, may seek advice from external experts /advisors / consultants/ legal counsel, where judged necessary, to discharge its duties and responsibilities.