

I. OBJECTIVE:

This Stakeholders Relationship Committee is constituted under provisions of the section 178(5) of the Companies Act, 2013 ('the Act') and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'). The Committee shall specifically look into various aspects of interest of shareholders, debenture holders and other security holders.

II. FORMATION OF COMMITTEE:

The Board of Directors shall constitute the Stakeholders Relationship Committee consisting of:

1. A chairperson who shall be a non-executive director and such other members as may be decided by the Board from time to time.
2. At least three Directors, with at least one being an Independent Director, shall be members of the Committee.
3. The members of the Committee shall meet as provided in this Charter.
4. The members of the Committee shall be appointed by and will serve at the discretion of the Board and it shall continue to be operative until otherwise decided by the Board. The Committee shall carry out the functions as approved by the Board from time to time.
5. The Company Secretary of the Company shall act as the secretary to the Committee.

III. MEETINGS AND QUORUM:

1. The Committee shall meet at least once in a year.
2. Two members present shall form the quorum for the meeting of the Committee.

3. The Committee may invite any other Board Members to the meetings of the Committee.
4. The Chairperson of the Committee shall be present at the Annual General Meeting to answer the queries of the security holders.
5. The Committee may meet in person or through other modes like video conferencing, audio conferencing, etc. as may be permitted by the applicable laws from time to time.
6. The decisions to be taken by the Committee Members may be taken by way of a circular resolution wherever it is not possible to have a meeting of the Committee Members of the Committee.

IV. RESPONSIBILITIES AND AUTHORITIES:

1. To consider and resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. To review the measures taken for the effective exercise of voting rights by shareholders.
3. To 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.
4. To review various measures and initiatives taken by the Company for reducing the quantum of the unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company.
5. To expedite the process of share transfers, the Board of the Company has delegated the power of share transfer to the Registrar and Share Transfer Agent.
6. To ensure that the Registrar and Share Transfer Agent attend to share transfer formalities as prescribed in terms of applicable laws from time to time.
7. The Committee shall regularly report to the Board.

8. The Committee shall review and reassess the adequacy of this Charter periodically and recommend any proposed changes to the Board for approval.
9. The Committee shall have access to any internal information necessary to fulfill its role. The Committee shall also have authority to obtain advice and assistance from internal or external legal, accounting or other advisors.
10. The Committee shall perform all other activities in line with this Charter, guidelines of Corporate Governance, the byelaws of the Company, as the Board deems appropriate and delegates to the Committee.

V. REVIEW BY BOARD:

The Board will, as and when required, assess the adequacy of this Charter and make any necessary or desirable amendments to ensure it remains consistent with the objectives and applicable law. In case of any conflict between the provisions of this Charter and LODR or the Act or any other statutory enactments, the provisions of LODR or the Act or other statutory enactments, shall prevail over this Charter.

This Charter is formulated taking in view extant provisions of the LODR / the Act / other applicable statutory enactments. In case of any confusion or doubt with respect to any provision of this Charter or as and when the Committee / Board deems necessary to review this Charter or its provisions, the Committee / Board will take an appropriate decision. Further, this Charter and its provisions are subject to any modification, revision, replacement, variation, deletion, addition or amendment in accordance with the regulatory amendments and guidelines as may be issued / imposed by SEBI or any other competent authority, from time to time.
