

COMPOSITION OF COMMITTEES OF BOARD OF DIRECTORS

AUDIT COMMITTEE

As a measure of Good Corporate governance and providing assistance to Board of Directors, an Audit Committee has been reconstituted for the purpose of meeting the requirements of Regulation 18 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and applicable provisions of Companies Act, 2013. The Audit Committee consist all its members as the Independent Directors and discharges its responsibility in an effective and efficient manner for smooth functioning of the Company and its Management. The Audit Committee inter-alia has the following mandate in terms of Regulation 18 of SEBI (LODR) Regulations, 2015 read with Part C of Schedule II:

Terms of reference of the Audit Committee

The terms of reference of Audit Committee are as under:

- Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment, remuneration and terms of appointment of auditors and approving the payment to statutory auditors for any other service rendered by the statutory auditors;
- Reviewing with management, the annual financial statements and auditor's report thereon, quarterly financial results before submission to the Board for approval, performance of statutory and internal auditors, adequacy of internal control systems;
- Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- Discussing with external auditors before the audit commences on the nature and scope of audit, as well as having post-audit discussion to ascertain any area of concern;
- Reviewing the management discussion and analysis of the financial conditions and results of operations;
- Reviewing with the management and the statutory auditors anticipated changes in the Accounting Standards;
- Reviewing the Company's financial and risk management policies;
- Undertake such other functions as may be entrusted to it by the Board from time to time.

COMPOSITION OF AUDIT COMMITTEE

DIN	Name of the Member	Address	Category	Status
06949992	Smt. Jasmeet Kaur Bhatia	119 Rani Bagh, Khandwa Road,, Indore, 452001, Madhya Pradesh, India	Non Executive Independent Director	Chairperson
00645965	Dr. Surendra Singh	House No. 762, Sector -4, Gurgaon, 122001, Haryana, India	Non Executive Independent Director	Member
00022080	Mr. Brij Mohan Maheshwari	B-1, 104, Shehnai Residency, A.B. Road, Opp. Amarvilas Hotel, Vijay Nagar, Indore 452010, Madhya Pradesh, India	Non Executive Independent Director	Member

NOMINATION & REMUNERATION COMMITTEE

The Board of Directors has constituted "Nomination and Remuneration Committee" in terms of Regulation 19 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and other applicable provision of Companies Act, 2013. All the members of the committee are Non Executive Independent Directors. In compliance with Regulation 19 read with Part D of Schedule II of SEBI (LODR) Regulations, 2015, the terms of reference and constitution of Nomination & Remuneration Committee of the Company are as mentioned below:

Terms of reference

- To formulate the criteria of determining qualifications, positive attributes and independence of a director and to recommend to the Board of Directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- To formulate criteria for evaluation of performance of independent directors and the Board of Directors;
- To device a policy on diversity of Board of Directors;
- To identify persons who are qualified to become 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;
- To recommend to the Board whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of independent directors.

COMPOSITION OF NOMINATION & REMUNERATION COMMITTEE

DIN	Name of the Member	Address	Category	Status
06949992	Smt. Jasmeet Kaur Bhatia	119 Rani Bagh, Khandwa Road,, Indore, 452001, Madhya Pradesh, India	Non Executive Independent Director	Chairperson
00645965	Dr. Surendra Singh	House No. 762, Sector -4, Gurgaon, 122001, Haryana, India	Non Executive Independent Director	Member
00022080	Mr. Brij Mohan Maheshwari	B-1, 104, Shehnai Residency, A.B. Road, Opp. Amarvilas Hotel, Vijay Nagar, Indore 452010, Madhya Pradesh, India	Non Executive Independent Director	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

The "Stakeholders Relationship Committee" has been constituted in terms of Regulation 20 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and other applicable provision of Companies Act, 2013. All the members of the committee are Non Executive Independent Directors. In compliance with Regulation 20 read with Part D of Schedule II of SEBI (LODR) Regulations, 2015, the role of Stakeholders Relationship Committee, inter-alia, include the following:

Terms of Reference:

To consider and resolve the grievances of the security holders of the Company including complaints related to the following:

- Transfer of shares;
- Non-receipt of Annual Report;
- Non-receipt of declared dividend

COMPOSITION OF STAKEHOLDERS RELATIONSHIP COMMITTEE

DIN	Name of the Member	Address	Category	Status
06949992	Smt. Jasmeet Kaur Bhatia	119 Rani Bagh, Khandwa Road,, Indore, 452001, Madhya Pradesh, India	Non Executive Independent Director	Chairperson
00645965	Dr. Surendra Singh	House No. 762, Sector -4, Gurgaon, 122001, Haryana, India	Non Executive Independent Director	Member
00022080	Mr. Brij Mohan Maheshwari	B-1, 104, Shehnai Residency, A.B. Road, Opp. Amarvilas Hotel, Vijay Nagar, Indore 452010, Madhya Pradesh, India	Non Executive Independent Director	Member