

FINANCE COMMITTEE POLICY

1. Role of Finance Committee

- Review the Company's financial policies, risk assessment and minimization procedures, strategies and capital structure, working capital and cash flow management and make such reports and recommendations to the Board with respect thereto as it may deem advisable.
- Exercise all powers to borrow monies as and when required within the limits approved by the Board and take necessary actions connected therewith.
- To grant loans or give guarantees or provide securities in respect of loans as and when required within the limits approved by the Board.
- Carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable.
- Other transactions or financial issues that the Board may desire to have reviewed by the Finance Committee.
- Delegate authorities from time to time to the executives/authorized persons to implement the decisions of the Committee.
- Regularly review and make recommendations about changes to the policy of the Finance Committee.

2. Invitees to Meeting:

The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

3. Frequency of Meetings:

The meetings of the Committee shall be held at such regular intervals as may be required.

4. Voting:

- Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.

- In the case of equality of votes, the Chairman of the meeting will have a casting vote.

5. Minutes of Committee Meeting:

Proceedings of all meetings must be minutes and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

6. Reconstitution of Committee and Amendment to the Policy:

- In case any of the provisions in this policy becomes inconsistent with the Companies Act 2013, or regulation thereof, due to subsequent changes in the provision of the Companies Act 2013 or any other regulations, then in such circumstances the provisions of the Act or regulations would prevail over the policy and the Committee shall make necessary modifications in the policy in due course to make it consistent with Law. Any such modification or change in policy as recommended by the Committee should be given to the Board of Directors for their approval.
- The Board shall reconstitute the Committee as and when required to comply with the provisions of the Companies Act 2013, and applicable statutory requirement. It should either be typed or written in a legible handwriting in English, Hindi or in the regional language of the place of employment of the Complainant.