Charter of the Risk Management and ESG Committee

(Approved by the Board of Directors on June 23, 2026)

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Charter of the Risk Management and ESG Committee

A. Introduction

The Charter of the Risk Management and ESG Committee ("**RMESGC**" or "**the Committee**") is formulated in compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable guidelines governing ESG/ sustainability. The primary responsibility of the Committee is to assist the Board of Directors (the "Board) of the Company in:

For Risk Management – monitoring and reviewing the risk management policy, and implementation of the enterprise risk management ("ERM") framework.

For ESG – reviewing the environment, social and governance related vision & goals of the Company on an ongoing basis and provide oversight over the Company's programs, policies, practices, and strategies related to sustainability.

The Committee shall assist the Board in discharging its responsibilities as required under the applicable laws. The role, responsibilities and powers of the Committee shall include matters set out in this Charter and such other matter as may be delegated by the Board or prescribed under the applicable laws, as amended from time to time.

The Board of Directors of the Company ("**the Board**") has approved this Charter of the Risk Management and ESG Committee on June 23, 2026.

B. Composition

- The Risk Management and ESG Committee shall comprise of a minimum of three members, majority of whom shall be members of the Board of Directors including at least one Independent Director;
- The members of the Committee shall be inducted by the Board. In recognition of the time burden associated with the service and with a view to bring in fresh insight, the Committee may consider limiting the term of the Committee service, by automatic rotation or by other means.
- The Chairperson of the Committee shall be a member of the Board of Directors and senior executives of the Company may be members of the Committee. The Chairperson shall be appointed by the Board.
- The Company Secretary shall act as Secretary to the Committee.

C. Meeting and Quorum

- The Risk Management and ESG Committee shall meet at least two times in a financial year.
- The meetings of the Committee shall be conducted in such a manner that on a continuous basis not more than two hundred and ten days shall elapse between any two consecutive Committee meetings.
- The quorum for the Committee meeting shall be one-third of the total strength or two members, whichever is greater, including at least one independent director.
- The Committee may invite such other executives, as it considers appropriate, to be present at the meetings.

D. Authority

- The Risk Management and ESG Committee shall act and have powers in accordance with the terms of reference (role and responsibilities) given in this Charter;
- The Committee may investigate any activity within the scope of this Charter or referred to it by the Board;
- The Committee may seek information from any employee, as may be required;
- The Committee may obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

E. Role and Responsibilities

Risk Management related

1) Formulate a detailed Risk Management Policy which shall include:
   - A framework for identification of internal and external risks specifically faced by the Company, including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks, compliance/ legal risk, disaster risk or any other risk as may be determined by the Committee;
   - Measures for risk mitigation including systems and processes for internal control of identified risks
   - Business continuity plan
2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
7) To perform such duties and functions as required in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable laws and the rules;
8) To perform such other functions as may be specifically delegated to the Committee by the Board from time to time.

ESG related

1) To review and monitor progress against the stated ESG goals and targets of the Company.
2) To review and provide oversight over the Company's programs, practices, and strategies, related to sustainability and ESG matters.
3) Overview periodic ESG disclosures and communications, including the annual report sections, ESG reports, Business Responsibility and Sustainability Reporting (BRSR) filings.
4) To review the policies related to sustainability and ESG on a periodic basis.

5) To monitor Company's ESG ratings and statutory requirements for ESG reporting & disclosures.
6) Review the requirement for external assurance of ESG matters and as may be deemed necessary, appoint external third parties to carry out assurance of the effectiveness of ESG related policies, processes and initiatives.
7) Monitor emerging best practices and approaches in the areas of sustainability and ESG.
8) Perform other ESG related functions within the scope of the foregoing, which the Committee deems appropriate to undertake from time to time.
9) Perform any other duties and responsibilities as may be assigned to the Committee from time to time, by the Board.

F. Reporting and Coordination

The Risk Management and ESG Committee shall report on its activities, and summarize any recommendations to the Board of Directors.

The Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework as may be laid down by the board of directors.

G. Evaluation

The Risk Management and ESG Committee, may at its discretion can undertake a performance evaluation related to its purpose, duties, responsibilities and effectiveness, and recommend any changes, it considers necessary for approval of the Board of Directors. The Committee may conduct such evaluation and reviews at such intervals and in such manner as it may deem appropriate.

H. Review of Risk Management and ESG Committee Charter

The Risk Management and ESG Committee charter shall be reviewed and reassessed by the Committee at such intervals as the Committee may deems appropriate and recommendations, if any, shall be made to the Board for approval of the same from time to time.

The Risk Management and ESG Committee Charter has been prepared keeping in mind the provisions of the applicable laws and regulations. In case of any amendment or inclusion of new provisions in the applicable laws and regulations and because of such amendment or inclusion, if any provisions in this Charter is not consistent with such amendment or inclusion, then such amendment or inclusion shall prevail upon the provisions hereunder and this Charter shall stand amended accordingly from the effective date as laid down under such amendment.

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Note: Approved by the Board of Directors on June 23, 2026.