

## **AUDIT COMMITTEE**

**Broad Terms Of Reference:** The Audit Committee of the Company inter-alia acts as a control mechanism in the financial and other important departments of the Company. The Audit Committee while reviewing the Annual Financial Statements also reviews the applicability of various Accounting Standards (AS) issued by the Institute of Chartered Accountants of India during the year.

**Composition:** The Audit Committee comprises of three Directors, all of whom are Non-Executive, Directors.

### **Composition of the Audit Committee :**

<b>S.NO</b>	<b>NAME</b>	<b>CATEGORY</b>
1	Kamal Bhardwaj	Chairman
2	Sushil Singh Rathore	Member
3	Neeraj Kumar Agarwal	Member

### ***NOMINATION AND REMUNERATION COMMITTEE:***

Formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees;

Formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors;

Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and / or removal;

Specify the manner for effective evaluation of performance of Board, its Committees and Individual Directors to be carried out either by the Board, by the Human Resources, Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;

Recommend / review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria;

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.

### Composition of the Nomination & Remuneration Committee :

S.NO	NAME	CATEGORY
1	Kamal Bhardwaj	Chairman
2	Sushil Singh Rathore	Member
3	Neeraj Kumar Agarwal	Member

#### **Remuneration Policy**

**Remuneration to Managing Director and Whole-time Directors:** Payment of remuneration to Managing and Whole-time Directors is governed by the respective Agreements executed between them and the Company and which is recommended by the Remuneration Committee and further is within the limits set by the Shareholders at the Annual General Meetings.

#### **STAKEHOLDERS RELATIONSHIP COMMITTEE**

**Broad Terms Of Reference:** The Committee monitors redressal of complaints received from shareholders/investors with respect to transfer of shares, non-receipt of dividend, non-receipt of Annual Reports, etc. It also takes note of number of transfers processed, issue of fresh share certificates, top shareholders, pattern of shareholding, etc.

**Composition of the Committee:** The Stakeholders Relationship Committee has been constituted as per the provisions set out in the Listing Agreement. It comprises of 3 (three) Non-Executive Independent Directors. The Company Secretary acts as the Secretary and has been appointed as the Compliance officer of Share Transfer/ Investor Grievance Committee.

S.NO	NAME	CATEGORY
1	Kamal Bhardwaj	Chairman
2	Sushil Singh Rathore	Member
3	Neeraj Kumar Agarwal	Member