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RISK MANAGEMENT COMMITTEE CHARTER



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1. Primary Objectives:

The Risk Management Committee shall assist the Board of Directors ('Board') in fulfilling its corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of internal and external risks specifically faced by the Company. The Committee shall discuss with Senior management, the adequacy of the Risk Management framework of the Company. The Committee shall periodically assess risks for the effective execution of business strategy and continuously review key leading indicators. Company shall appoint Chief Risk Officer of the Company.

2. Members:

The composition of the Committee shall be as prescribed by Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Chairman shall be a member of the Board.

3. Meetings:

The quorum for transacting business shall be two Members or one-third of the total Members, whichever is greater with the presence of at least one member of Board. The participation of Members through Video conferencing or by other audio visual means shall also be counted for the purpose of quorum. The Committee shall meet at least twice in a year and not more than 180 days shall elapse between two successive meetings.

4. Secretary:

The Company Secretary shall act as Secretary to the Committee.

5. Responsibilities:

- To formulate a detailed Risk Management Policy which shall include: -
 - (a) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
 - (b) Measures for risk mitigation including systems and processes for internal control of identified risks; and
 - (c) Business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems;
- To periodically review the Risk Management Policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the Board informed about the nature and content of its discussions, recommendations and actions to be taken;
- To discuss and review the status and financial implications of major litigations in India and overseas;
- To review the GMP compliances by manufacturing facilities of the Company in India and overseas;
- To review the status of inspections/observations by regulatory bodies and remedial measures taken;

