

## **Risk Management Committee Charter**

### **Purpose:**

The Purpose of Risk Management Committee of the Board of Directors of Uniply Decor Limited shall be assist to the Board in fulfilling its corporate Governance oversight responsibilities with regard to the Identification, evaluation and mitigation of operational, strategic and external environment risks. The Committee has overall responsibility for monitoring and approving the risk policies and associated practices of the Company.

The risk management committee is also responsible for reviewing and approving risk Disclosure statements in any public documents or disclosures.

### **Committee Composition:**

The Risk Management Committee shall consist of Board Members and Senior Executives of the Company. The Members of the Committee shall be appointed by and will serve at the discretion of the Board.

### **Meeting:**

The Committee shall meet at least once in a financial year

### **Duties and Responsibilities of the Committee:**

- The Risk management committee shall annually review and approve the Risk Management Policy and associated frameworks, processes and practices of the company.
- The risk management committee shall ensure that the company is taking the appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities.
- The risk management committee shall evaluate significant risk exposures of the company and access management's actions to mitigate the exposures in a timely manner.
- The Risk management committee will co-ordinate its activities with Audit Committee in stances where there is any overlap with Audit activities.
- The Risk management committee may form and delegate authority to subordinates where appropriate.
- The Risk management committee shall make regular reports to the Board.
- The Risk management committee shall review and reassess the adequacy of this charter annually and recommend any proposed changes to the board for approval.
- The Board shall review the performances of the risk management committee annually.
- The Risk management committee shall have access to any internal information necessary to fulfill its oversight role. The Risk Management committee shall also have authority to obtain advice and assistance from internal or external legal, accounting or other advisors.

Date: 14.02.2015  
Place-Chennai