



## **RUPA & COMPANY LIMITED**

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### **Terms of Reference of Risk Management Committee**

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**Effective- May 24, 2023**

[As revised and approved by the Board of Directors on May 24, 2023]

**Rupa & Company Limited**

CIN: L17299WB1985PLC038517

Registered Office: 1, Ho Chi Minh Sarani,  
8<sup>th</sup> Floor, Metro Tower, Kolkata- 700 071,

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Email- [investors@rupa.co.in](mailto:investors@rupa.co.in)

Website- [www.rupa.co.in](http://www.rupa.co.in)



**Members of Risk Management Committee:**

- Mr. Dipak Kumar Banerjee, *Independent Director* – Chairman
- Mr. Ashok Bhandari, *Independent Director* – Member
- Mr. Ramesh Agarwal, *Whole- time Director* – Member
- Mr. Mukesh Agarwal, *Whole- time Director* – Member
- Mr. Vikash Agarwal, *Whole- time Director* – Member
- Mr. Niraj Kabra, *Executive Director* – Member
- Mr. Sumit Khowala, *Chief Financial Officer* – Member
- Mr. Arihant Kumar Baid, *Manager (Finance & Accounts)* – Member

**Terms of Reference of the Risk Management Committee:**

- 1) To formulate a detailed risk management policy which shall include:
  - a) A framework for identification of internal and external risks specifically faced by the listed entity, 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, including identification of elements of risk which may threaten the existence of the Company;
  - b) Measures for risk mitigation including systems and processes for internal control of identified risks;
  - c) 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 generally do all acts and things incidental to the powers hereinabove mentioned and to delegate all or any of the power(s) mentioned above in favour of any person(s) or director(s) of the Company;
- 8) Any other matter as the Risk Management Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time;
- 9) The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors.

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