

| <u>Charter of Risk Management Committee</u> | |
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| Formation | <p>GCPL's Risk Management Committee has been formed on November 1, 2014.</p> <p>The terms of reference of the Committee was modified on January 29, 2019 to bring it in line with the amendment to the Listing Regulations</p> |
| Members | <p>The majority of members of the Committee shall consist of members of Board of Directors. The Chairperson of the Committee shall be a member of the Board of Directors. The Committee comprises of the following members with effect from April 28, 2015 :</p> <ol style="list-style-type: none"> 1. Dr. Omkar Goswami, Independent Director (Chairman of the Committee) 2. Ms. Nisaba Godrej, Executive Chairperson 3. Mr. Vivek Gambhir, Managing Director & CEO 4. Mr. Omar Momin, Head – M&A 5. Mr. Sunil Kataria, Business Head, India & SAARC |
| Meeting | The Committee shall meet atleast once in a year. |
| Quorum | The quorum for the meeting shall be 2 members or 1/3 rd of the total members of the Committee whichever is more. |
| Terms of reference | <ul style="list-style-type: none"> • Spearhead risk management initiative within the Company • Review status of actions planned. • Review progress and status of mitigation for the 'Risk That Matter'. • Set standards for risk documentation and monitoring. • Improve risk management techniques and enhance awareness. • Review and manage the risks relating to Cyber Security. • Performing any other functions and activities related to this terms of reference as requested by the Board of Directors. • Performing any other functions as required to be done by the Risk Management Committee as per the provisions of the Companies Act, 2013, the Listing Regulations and any other laws or regulations from time to time. |
| Reporting Responsibilities | The Risk Management Committee will update the Board periodically. |