

## FINANCE COMMITTEE

### COMPOSITION:

Sr. No.	Name of Committee Member	Designation	Position in the Committee
1.	Mr. Raju Mathuradas Paleja	Chairman & Managing Director	Chairperson
2.	Ms. Foram Rupin Desai	Whole-time Director	Member
3.	Ms. Feni Jay Shah	Independent Directors	Member

(Any two members shall constitute a valid quorum for the meeting of the Committee.)

### TERMS OF REFERENCES:

1. To make proposal to any bank for taking fresh loan/credit facility or renew existing facility up to limit specified above.
2. Negotiate, finalize, and execute loan and security documents, agreements, undertakings, declarations, and other instruments as may be required.
3. Authorize opening or closure of bank accounts, and determine authorized signatories thereof.
4. Approve inter-corporate deposits, short-term placements, and other treasury operations.
5. Approve the appointment of financial, legal, or investment advisors in relation to borrowing or investment activities.
6. Report to the Board, on a regular basis, the summary of borrowings, investments, loans, guarantees, and other financial transactions undertaken.
7. To enter into the Finance Documents and such other documents, deeds, notices, letters, agreements, power of attorneys, declarations, subordination deeds, memorandums, indentures, undertakings, instruments and forms as may be required in relation to or in connection with the obligations of the Borrower under the Finance Documents or pursuant to any other purpose mentioned in these resolutions or to give effect to any transactions contemplated in such documents in relation to the Facility.
8. To amend, supplement, extend, restate or making any other modification to the Finance Documents as may be required, from time to time, in relation to or in

connection with or pursuant to the Finance Documents or to give effect to any transactions.

9. To do all acts, deeds and things that may be required to be done by the Borrower to undertake and perfect (including filings relevant forms with any government authority under the Act) (as applicable) the obligations of the Borrower under the Finance Documents (as applicable), to the satisfaction of the Lender.
10. To make Payment of stamp duty in relation to the Finance Documents.
11. Deposit the title deeds if any, in relation to the mortgage proposed to be created.
12. Registering documents or charges with the relevant sub-registrar of assurances, where required, and also to sign and submit the necessary forms with the Registrar of Companies and other relevant governmental authorities;
13. Creation of, opening, establishing, operating and closing the accounts which will be opened in accordance with the Finance Documents and do all such acts, matters, deeds and things and to execute all documents, and file all forms in connection therewith.
14. To Do all such acts, matters, deeds and things and to execute all documents, file forms with, make applications to, and receive approvals from, any persons, authorized dealers, governmental regulatory authorities including but not limited to the Income Tax Department, the Reserve Bank of India, the Registrar of Companies, the sub registrar of assurances, and the relevant stock exchange;
15. To Execute, furnish, authenticate, certify, collect, acknowledge or submit all deeds, documents, undertakings, declarations, letters, power of attorneys, applications, statements, outstanding dues, or acknowledgement of debt, in respect of the Facility and as may be required by Lender from time to time;
16. To Amend, novate, supplement, extend, restate or make any other modification (before or after execution thereof) to the Finance Documents, to the satisfaction of the Lender, as may be required, from time to time, in relation to or in connection with or pursuant to the Finance Documents or to give effect to any transactions contemplated in the Finance Documents;
17. Sign and/or dispatch all documents and notices to be signed and/or dispatched by the Borrower under or in connection with the Finance Documents; and
18. To take all steps and do all things and give such directions, as may be required, necessary, expedient or desirable for giving effect to the Finance Documents, the transactions contemplated therein, and the resolutions mentioned herein.

**FOLLOWING POWERS, WITHIN THE OVERALL LIMITS APPROVED BY THE BOARD AND IN ACCORDANCE WITH APPLICABLE LAWS:**

1. **Borrowing Powers:**

To borrow monies, from time to time, for the purposes of the Company from any bank, financial institution, body corporate, or any other person, by way of loans, overdrafts, cash credit, bill discounting, letter of credit, or such other credit facilities, whether secured or unsecured, subject to the overall borrowing limits approved by the shareholders under Section 180(1)(c) of the Companies Act, 2013. Limit: Up to ₹ 2 crore (Rupees Two Crore Only).

2. **Investment of Funds:**

To invest surplus funds of the Company, from time to time, in such manner as deemed fit, including in fixed deposits, mutual funds, bonds, debentures, shares, other securities, other instruments, or such other avenues in accordance with the Company's Investment Policy and applicable regulations. Limit: Up to ₹ 2 crore (Rupees Two Crore Only).

3. **Loans, Guarantees & Securities**

To grant loans or advances to, or give guarantees or provide securities in connection with, loans made to any person, firm, body corporate, or subsidiary/joint venture of the Company, within the limits approved by the Board and as per the provisions of the Companies Act, 2013. Limit: Up to ₹ 2 crore (Rupees Two Crore Only).