

EIH LIMITED

RISK MANAGEMENT POLICY

1. Introduction

1.1 The Board of Directors (the “Board”) of EIH Limited (the “Company”) has adopted the following policy and procedures with regard to Risk Management Framework.

1.2 This amended policy will come into effect from 1st April 2019.

2. Preamble

The Company has developed a Risk Management Framework where Key Risks have been identified, measurement criteria of the Key Risk Indicators defined and mitigation plans detailed. The Board has approved the Risk Management Framework. A codified Risk Policy is now being enunciated.

3. The Policy

3.1 Legal Framework

In accordance with Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Board of Directors has an important role in Enterprise Risk Management (ERM) to review and guide the Company’s Risk Policy and to ensure that appropriate risk management systems are in place.

3.2 Objectives of the Policy

The performance of the Company is subject to both external and internal risks. An effective ERM can enable the Company to manage events that create uncertainty and respond to these in a manner that reduces the possibility of an adverse impact on business. The objective is to manage risks to be within the Company’s risk appetite.

3.3 Constitution of Board Committee on Risk Management

The Board has constituted a Risk Management Committee comprising of Board members as majority of the members of the committee and key senior executives. The Members of the Committee are:

1. Mr. Anil Nehru- Independent Director and Chairperson;
2. Mr. Vikram Oberoi, Managing Director and Chief Executive Officer;
3. Mr. Arjun Oberoi, Managing Director - Development;
4. Mr. Kallol Kundu- Chief Financial Officer;
5. Mr. Sameer Nayar- Executive Vice President – Strategic Development.

3.4 Meetings of the Risk Management Committee

The Risk Management Committee shall meet at least once a year.

3.5 Role and Responsibility of Risk Management Committee

The role and responsibility of the Risk Management Committee is to:

- Identify new risks facing the company and reviews existing risks for continuity and relevance including risks relating to cyber security;
- Identify Key Risk Owners who will be responsible for managing individual risks;
- Recommend Key Risk Indicators (KRIs) and measurement criteria;
- Recommend mitigation plans as identified by individual Key Risk Owners;
- The status of each risk along with mitigation plans is presented to the Board/ Risk Management Committee;

3.6 Spectrum of Coverage

The risks covered are strategic, operational and financial. The KRIs along with the respective measurement criteria are identified by the Risk Committee and approved by the Board.

3.7 Applicability

Risk Management is applicable to all business of the Company.

3.8 Decision Making

Risk evaluation plays a substantive role in every major decision of the Company including strategic decisions.

4. Coverage in Directors' Report

Under Section 134 (3) (n) of the Companies Act 2013, the Directors' Report will include a statement indicating development and implementation of a Risk Management Policy for the Company including identification of the risks, if any, which in the opinion of the Board may threaten the existence of the Company.

5. Review

This Policy shall be reviewed and amended periodically to ensure it meets the requirements of legislation and the needs of Organization.

Dated: 28thMarch2019

**P R S Oberoi
Chairperson**