DELHIVELY

TERMS OF REFERENCE ("ToR") OF THE RISK MANAGEMENT COMMITTEE ("RMC")

(approved by the Board on October 13, 2021)

The ToR of the RMC shall include the following:

a) Formulation of a detailed risk management policy which shall include:

(a) a framework for identification of internal and external risks specifically faced by the Company, 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 Risk Management Committee; (b) measures for risk mitigation including systems and processes for internal control of identified risks; and (c) business continuity plan;

b) Ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

c) Monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

d) Periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity, and recommend for any amendment or modification thereof, as necessary;

e) Keep the Board of the Company informed about the nature and content of its discussions, recommendations and actions to be taken;

f) Review the appointment, removal and terms of remuneration of the Chief Risk Officer (if any);

g) To implement and monitor policies and/ or processes for ensuring cyber security; and

h) Any other similar or other functions as may be laid down by Board from time to time and/ or as may be required under applicable law, as and when amended from time to time, including the SEBI Listing Regulations.

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