



**BDH**  
INDUSTRIES LTD.

## COMPOSITION OF VARIOUS COMMITTEES OF BOARD OF DIRECTORS

### a) Audit Committee

The Audit Committee of the Company currently comprises of (1) Mr. A. V. Menon, Chairman of the Committee (2) Dr. Dinesh Variar (3) Mr. Bhagirath Singh Sihag, all being Independent Directors. This Committee covers all the matters specified under Section 177 of the Companies Act 2013 and Clause 49 of the Listing Agreement with stock exchange such as oversight of the Company's financial reporting process, recommending the appointment / re-appointment, remuneration and terms of appointment of statutory auditors, review and monitor auditors independence and performance and effectiveness of audit process, approval of transactions with related parties, sanctioning of loans and investments, evaluation of internal financial control and risk management system, reviewing with the management annual financial statements and auditor's report thereon, quarterly financial statements and other matters as covered under role of Audit Committee in Clause 49.

### b) Remuneration Committee

The Remuneration Committee of the Company currently comprises of (1) Mr. A. V. Menon, Chairman of the Committee (2) Dr. Dinesh Variar (3) Mr. Bhagirath Singh Sihag, all being Independent Directors.

The Committee deals with the matters specified in clause 49 of the listing agreement and also reviews the overall compensation structure policy of the company to attract, motivate and retain employees.

### c) Shareholders / Investors Grievance Committee

The Shareholders/ Investors Grievance Committee presently comprises of (1) Mrs. Karthika Nair, Chairperson (2) Mrs. Jayashree Nair, Managing Director (3) Mr. S. C. Kachhara, Executive Director. The Committee primarily focuses its attention to the shareholders/ investors complaints received by the Company and its timely resolution.

### d) Share Transfer Committee

The Share Transfer Committee currently comprises (1) Mrs. Jayashree Nair - Chairperson, (2) Mr. S. C. Kachhara, Executive Director (3) Mrs. Karthika Nair, Non-Executive Director. The Committee monitors share transfers, transmission, dematerialization, rematerialisation, issue of duplicate share certificates, splitting and consolidation of shares issued by the Company.

### e) Risk Management Committee

The Risk Management Committee consisting of (1) Mrs. Jayashree Nair – Chairperson (2) Mr. S. C. Kachhara, Executive Director (3) Mrs. Karthika Nair, Non-Executive Director. The Committee monitors and reviews the risk management plan and reports the same to the Board of Directors.



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WHO-GMP Accreditation



ISO 9001:2008

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