

ETHOS LIMITED

KAMLA CENTRE, SCO 88-89, SECTOR 8-C
Chandigarh-160 009 INDIA
Phone : +91 172 2548223/24/27, 2544378/79
Fax : +91 172 2548302
CIN – U52300HP2007PLC030800
PAN – AADCK2345N

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING (BOARD MEETING NO. 08/2021-22) OF THE BOARD OF DIRECTORS OF THE COMPANY HELD THROUGH AUDIO/VIDEO CONFERENCING MODE ON THURSDAY, THE 30TH DAY OF DECEMBER, 2021 COMMENCED AT 2.45 P.M. AND CONCLUDED AT 4.00 P.M.

Constitution of Risk Management Committee along with framing of terms of reference as per SEBI guidelines

“RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force, the **“Companies Act”**) and Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“SEBI Listing Regulations”**), and the applicable rules, regulations, guidelines and circulars promulgated thereunder and as amended, the uniform listing agreements to be entered into between the Company and the respective stock exchanges where the Equity Shares are proposed to be listed (**“the Stock Exchanges”**), and any other applicable law or enactment for the time being in force, a committee of the Board titled Risk Management Committee be and is hereby constituted as under:

Composition of the Committee:

S.No.	Name of the member	Designation
1.	Mr. Sundeep Kumar Independent Director	Chairman
2.	Mr. Manoj Gupta Executive Director	Member
3.	Mr. Pranav Shankar Saboo Chief Executive Officer	Member
4.	Mr. Ritesh Kumar Agrawal Chief Financial Officer	Member

RESOLVED FURTHER THAT the Risk Management Committee shall have the following terms of reference:

1. To review and assess the risk management system and policy of the Company from time to time and recommend for amendment or modification thereof;
2. To implement and monitor policies and/or processes for ensuring cyber security;
3. To frame, devise and monitor risk management plan and policy of the Company;
4. To review and recommend potential risk involved in any new business plans and processes;
5. To review the Company’s risk-reward performance to align with the Company’s overall policy objectives;
6. Monitor and review regular updates on business continuity;
7. Advise the Board with regard to risk management decisions in relation to strategic and operational matters such as corporate strategy; and
8. Performing such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 or by the SEBI Listing Regulations or statutorily prescribed under any other law or by any other regulatory authority.”

Registered Office:

Plot 3, Sector III, Parwanoo-173 220 INDIA

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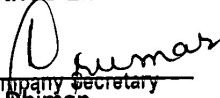
RESOLVED FURTHER THAT the quorum for a meeting of the Risk Management Committee shall be either two members or one third of the members of the committee, whichever is higher, including at least one member of the board of directors in attendance.

RESOLVED FURTHER THAT the Risk Management Committee shall meet at least twice in a year and not more than 180 days shall lapse between two meetings.

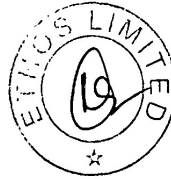
RESOLVED FURTHER THAT Mr. Yashovardhan Saboo – Managing Director, Mr. Ritesh Kumar Agrawal – Chief Financial Officer and Mr. Anil Kumar – Company Secretary of the Company, be and are hereby severally authorized to do all such acts, things and deeds on behalf of the Company to effectively implement this resolution.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director or Company Secretary wherever required.”

/Certified to be true copy/
For Ethos Limited
For Ethos Limited



Company Secretary
Anil Dhiman
Company Secretary
Membership no. F8023



Registered Office:

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