



INDSIL HYDRO POWER AND MANGANESE LIMITED

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COMPOSITION OF VARIOUS COMMITTEES OF THE COMPANY

DESIGNATION OF MEMBERS	AUDIT COMMITTEE	NOMINATION AND REMUNERATION COMMITTEE	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	STAKEHOLDER RELATIONSHIP COMMITTEE
Chairman of the Committee	DR.A.K.SREEDHARAN, (Non - Executive Independent)	DR.A.K.SREEDHARAN, (Non - Executive Independent)	SRI. S.N.VARADARAJAN, (Executive Director, Promoter)	SRI. S.INDERCHAND (Non - Executive Non - Independent)
Members of the Committee	SRI. VINOD NARSIMAN, (Executive Director, Promoter)	SRI.B.BALCHAND, (Non - Executive Director, Non - Independent)	SRI. VINOD NARSIMAN, (Executive Director, Promoter)	SMT.D.PUSHPA VARADARAJAN (Non - Executive Director, Non - Independent)
	SRI. V.DHARMARAJ, (Non - Executive Independent)	SRI. V.DHARMARAJ, (Non - Executive Independent)	DR.A.K.SREEDHARAN, (Non - Executive Independent)	

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INDSIL HYDRO POWER AND MANGANESE LIMITED
COMMITTEES OF THE BOARD OF DIRECTORS

A. AUDIT COMMITTEE

An Audit Committee has been constituted by the Board of Directors of the Company to handle the activities as set out in Clause 49 of the Listing Agreement with the Stock Exchange read with Section 177 of the Companies Act, 2013.

COMPOSITION OF AUDIT COMMITTEE:

The Board constituted the Audit Committee which comprises of Dr. A K Sreedharan as Chairman, Dr. T C P Nambiar and Sri Vinod Narsiman as Members. All the recommendations of the Audit Committee was accepted by the Board.

B. SHARE TRANSFER COMMITTEE

A Share Transfer Committee was constituted by the Board of Directors of the Company to expedite the process of Share Transfers. The Board constituted the Share Transfer Committee which consists of Sri S. Inderchand as Chairman and Smt D.Pushpa Varadarajan as Member.

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE

This Committee considers and resolves the grievances of the shareholders of the Company. The said Committee comprises of Sri S.Inderchand as Chairman and Smt. D.Pushpa Varadarajan as Member. Earlier the Committee was known as Shareholders Grievance Committee and subsequently changed to "Stakeholders Relationship Committee" in the meetings of the Board of Directors held on 17/8/2015.

D. COMPENSATION COMMITTEE

A Compensation Committee has been constituted to administer Indsil Hydro Power and Manganese Limited Employee Stock Option Scheme (INDSIL ESOS 2015).

COMPOSITION OF COMPENSATION COMMITTEE:

The Board constituted the Compensation Committee which comprises of Dr. A K Sreedharan as Chairman, Dr. T C P Nambiar and Sri Vinod Narsiman as Members.

E. CORPORATE SOCIAL RESPONSIBILITY

The objective of Corporate Social Responsibility (CSR) Committee is to improve the quality of life of the communities through long-term value creation for all stakeholders. Towards achieving this, the Company has been a pioneer in various CSR initiatives. The Company continues to remain focused on improving the quality of life and engaging communities through health, education, old age homes and drinking water facilities in and around the area where the plants of the Company are situated.

CSR Committee consisting of following Directors namely Sri S.N. Varadarajan, Executive Vice-Chairman as Chairman of the Committee and Sri Vinod Narsiman, Managing Director and Dr. A.K.Sreedharan, Independent Director as members of the Committee was constituted by the Board of Directors of the Company .

F. NOMINATION & REMUNERATION COMMITTEE

Nomination and Remuneration was framed by the Board of Directors as per the requirements of the provisions of the Companies Act, 2013. This Committee consists of :

- 1) Dr. A.K.Sreedharan, Chairman (Non-Executive, Independent)
- 2) Sri B.Balchand, Member (Non-Executive, Non-Independent)
- 3) Dr. T.C.P.Nambiar, Member (Non-Executive, Independent)

G. RISK MANAGEMENT COMMITTEE

The Company follows a risk appraisal mitigation and management process. As per the requirements of Clause 49 of the Listing Agreement, the Company has constituted a Risk Management Committee. The Committee has formulated a Risk Management Policy for Risk Management. The Risk Management Policy is periodically reviewed for improvement. The Risk Management Committee duly constituted by the Board of Directors consists of :

- 1) Sri S.N.Varadarajan, Executive Vice-Chairman as Chairman of the Committee and
- 2) Sri Vinod Narsiman, Managing Director as Member of the Committee
- 3) Dr. A.K.Sreedharan, Director as Member of the Committee