

**STAKEHOLDERS
RELATIONSHIP COMMITTEE POLICY
VIKAS WSP LIMITED**

1. PURPOSE:

The purpose of the Stakeholders Relationship Committee (the "**Committee**") of the Board of Directors (the "Board") of Vikas WSP Limited (the "Company") shall be to assist the Board and the Company to oversee the various aspects of interests of Stakeholders of the Company. The term "**Stakeholder**" shall include shareholders, debenture holders and other security holders.

The purpose and responsibilities of the Committee shall include such other items/matters prescribed under applicable laws or prescribed by the Board in compliance with applicable law, from time to time.

The primary objective of the Committee is to consider and resolve the security holders' concern or complaints. The Committee shall monitor and review the investor service standards of the Company. The Committee shall take steps to develop an understanding of the views of shareholders about the Company, either through direct face-to-face interaction, analysts' briefings or survey of shareholders. The Committee shall oversee and review the engagement and communication plan with shareholders and ensure that the views / concerns of the shareholders are highlighted to the Board at appropriate time and that the steps are taken to address such concerns.

II. COMMITTEE MEMBERSHIP AND ORGANIZATION: The Committee shall be appointed by and will serve at the discretion of the Board. At least three directors, with one being an independent director, shall be members of the Committee. The Chairperson of the Committee shall be a non-executive director. The Chairperson of the Committee shall be present at the annual general meetings of the Company to answer queries of the security holders. The Company Secretary acts as the Secretary to the Committee.

The members of the Committee shall meet as provided in this Charter

III. MEETINGS AND QUORUM:

The Committee shall meet at least four times a year. Either two members or one third of the members of the committee, whichever is greater shall form the quorum for the meeting of the Committee.

IV. COMMITTEE RESPONSIBILITIES AND AUTHORITY:

The key responsibilities of the Stakeholders' Relationship Committee include the following:

- ✦ Formulation of procedures, in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time.
- ✦ Consider and resolve the complaints / grievances of security holders of the Company, including complaints related to transfer of shares, non receipt of balance sheet and non-receipt of declared dividend.
- ✦ Dematerialize or re-materialize the share certificate.
- ✦ Approve the transmission of shares or other securities arising as a result of death of the sole / any of joint shareholders.
- ✦ Sub-divide, consolidate and / or replace any share certificates of the Company.
- ✦ Issue Duplicate Share certificates in Lieu of the original certificates of the Company.
- ✦ Approve, register and refuse to register transfer / transmission of shares.
- ✦ To further delegate all or any of the power to any other employees, officers, representative, consultants, professional(s), or agent(s).
- ✦ Oversee & review, all matters connected with the transfer of securities of the Company.
- ✦ Oversee the performance of the Company's Registrar and Share Transfer Agent.
- ✦ Recommend methods to upgrade the standard of services to the investors.
- ✦ To deal with the Company's unclaimed / undelivered shares, as prescribed in the relevant Regulation of the Listing Regulations.
- ✦ To do all such acts, deeds and things as may be necessary in this regard.
- ✦ to open/ close bank account(s) of the Company for depositing share/ debenture applications, allotment and call monies, authorize operation of such account(s) and issue instructions to the Bank from time to time in this regard.
- ✦ to look into redressal of shareholders' and investors' complaints like transfer of shares, non- receipt of annual report, non- receipt of declared dividends, etc.
- ✦ any allied matter(s) out of and incidental to these functions and not herein above specifically provided for.

The meetings of the Committee are generally held as and when deemed necessary, to review and ensure that all investor requests / grievances are redressed within stipulated time period