



OPTIEMUS INFRACOM LIMITED

RISK MANAGEMENT POLICY

[IN ACCORDANCE WITH SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENT) REGULATIONS, 2015 AND THE COMPANIES ACT, 2013]

1. PURPOSE

Optiemus Infracom Limited (“the Company) considers ongoing risk management to be a core component of the Management of the Company, and understands that the Company’s ability to identify and address risk is central to achieving its corporate objectives.

The Company’s Risk Management Policy (“The Policy”) outlines the program implemented by the Company to ensure appropriate risk management within its systems and culture.

This revised policy shall supersede the existing Risk Management Policy with effect from April 01, 2021.

2. REGULATORY

Risk Management Policy is framed as per the following regulatory requirements:

A. COMPANIES ACT, 2013

1. Provisions of the Section 134(3)

There shall be attached to financial statements laid before a company in general meeting, a report by its Board of Directors, which shall include— a statement indicating development and implementation of a risk management policy for the company including identification therein of elements of-risk, if any, which in the opinion of the Board may threaten the existence of the company.

2. Provisions of the Section 177(4)

The provisions of Section 177(4) requires that every Audit Committee shall act in accordance with the terms of reference specified in writing by the Board which shall, inter alia, include, evaluation of internal financial controls and risk management systems.

3. Schedule IV [Section 149(8)]

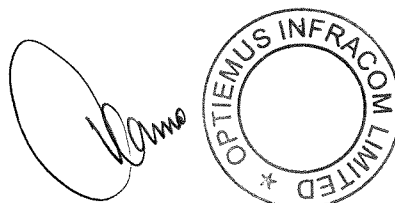
CODE FOR INDEPENDENT DIRECTORS

II. Role and functions:

The independent directors shall:

(1) Help in bringing an independent judgment to bear on the Board’s deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct;

(4) Satisfy themselves on the integrity of financial information and that financial controls and



the systems of risk management are robust and defensible.

B. REGULATION 17

Key functions of the Board

The board should fulfill certain key functions, including:

9. (a) The listed entity shall lay down procedures to inform members of board of directors about risk assessment and minimization procedures.

(b) The board of directors shall be responsible for framing, implementing and monitoring the risk management plan for the listed entity.

3. OBJECTIVE OF RISK MANAGEMENT POLICY

The object of this policy is to provide a framework to:

- a) Identify and assess potential risks
- b) Categorize risks according to severity/risk prioritization
- c) Mitigate and manage risks
- d) Implement the policy
- e) Assure profitable growth and stability to the organization

4. FORMATION OF RISK MANAGEMENT COMMITTEE

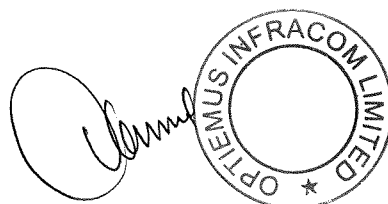
The Board of Directors shall form a Risk Management Committee who shall periodically review the Policy of the Company so that the Management controls the risk through properly defined network. The Board of Directors may re-constitute the composition of the Committee, as it may deem fit, from time to time.

The Risk Management Committee shall provide oversight and will report to the Board of Directors who have the responsibility for overseeing all risks.

5. PURPOSE AND SCOPE OF THE POLICY

The Company understands that controlling risks through a formal program is necessary for the well-being of our organization.

To this end, the Board of Directors of the Company authorize members of Risk Management Committee to identify the risks impacting the Company's business and formulate and administer policies/ strategies aimed at risk minimization and risk mitigation as part of risk management.

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "OPTEMUS INFRACOM LIMITED" around the perimeter and a small star symbol at the bottom.

6. RISK IDENTIFICATION

In order to identify and assess material business risks, the Company defines risks and prepares risk in light of business plan and strategies. This involves providing an overview of each material risk, making an assessment of the risk level and preparing action plans to address and manage the risk.

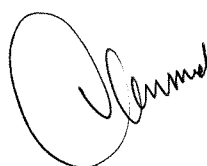
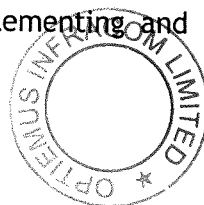
The Company majorly focuses on the following types of:

Strategic Risks	<ul style="list-style-type: none"> • Market Strategy • Political Environment • Organizational Growth- Market Penetration, Market Share, Loss of reputation • Globalization and Technological Obsolescence • Loss of Intellectual property and Trade secret • Uncertainty surrounding political leadership • Domestic and International markets • Economic condition of the market • Global recession and Environmental issues Competition
Operational Risks	<ul style="list-style-type: none"> • Consistent revenue growth • Cost optimization • Manpower retention • Disaster Management and Data Security • Inefficient working capital requirement • Inventory • Contractual Compliance • Quality Assurance
Compliance Risks	<ul style="list-style-type: none"> • Ensure stricter adherence to laws/ rules/ regulations • Adherence to Company Policies and Procedures
Financial and Reporting Risks	<ul style="list-style-type: none"> • Volatility in Currency, Funding & Credit Risk • Maintaining high standards of Corporate Governance and Public disclosures

7. RESPONSIBILITY FOR RISK MANAGEMENT

1. The Board in recommendation with Audit Risk Management Committee has overall responsibility for monitoring and approving the risk management framework. The Board of Directors shall be responsible for reviewing and approving risk disclosure statements in any public documents or disclosures.

The Board shall also be responsible for framing, implementing and monitoring the risk

management plan for the Company.

2. Risk Management Committee shall periodically review the internal risk factors and discuss with the Board wherever necessary.

8. BOARD POWERS & RESPONSIBILITIES

- Assessment of risks to the effective execution of business strategy and review key leading indicators in this regard.
- Annual review of the Risk Management Framework of the Company.
- Periodical review of the risk management processes and practices of the Company and ensure that the Company is taking the appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities.
- Evaluation of significant risk exposures of the Company and assess management's actions to mitigate the exposures in a timely manner (including one-off initiatives, and ongoing activities such as business continuity planning and disaster recovery planning & testing).
- Review and reassess the adequacy of this Charter annually and recommend any proposed changes for approval.

9. AMENDMENT TO THE POLICY

The Board shall review and amend this Policy as and when required. Any subsequent amendment/modification in the regulation and/or other applicable laws in this regard shall automatically apply to this policy.

A handwritten signature in black ink is written over a circular stamp. The stamp is faint and contains text around its perimeter, which is partially obscured by the signature. The signature appears to be a stylized name, possibly 'V. Chand'.