

## Trident Limited Composition of Committees

| Particulars                  | Details   |
|------------------------------|---|
| <b>Name of the Committee</b> | <b>Audit Committee</b>  |
| <b>Composition</b>           | <ul style="list-style-type: none"> <li>• Dr. Anthony DeSa, Chairman</li> <li>• Mr. Pramod Agrawal, Member</li> <li>• Mr. Rajiv Dewan, Member</li> </ul> |

| <b>Terms of reference of the Committee:</b>   |
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| <p>i. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;</p> <p>ii. recommendation for appointment, remuneration and terms of appointment of auditors of the Company;</p> <p>iii. approval of payment to statutory auditors for any other services rendered by the statutory auditors;</p> <p>iv. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:</p> <ol style="list-style-type: none"> <li>a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause(c) of sub-section(3) of Section 134 of the Companies Act, 2013;</li> <li>b. changes, if any, in accounting policies and practices and reasons for the same;</li> <li>c. major accounting entries involving estimates based on the exercise of judgment by management;</li> <li>d. Significant adjustments made in the financial statements arising out of audit findings;</li> <li>e. compliance with listing and other legal requirements relating to financial statements;</li> <li>f. Disclosure of any related party transactions;</li> <li>g. Modified opinion(s) in the draft audit report;</li> <li>h. Going concern assumption;</li> <li>i. Compliance with accounting standards;</li> </ol> <p>v. Reviewing, with the management, the quarterly financial statements/results before submission to the board for approval;</p> <p>vi. reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;</p> <p>vii. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;</p> <p>viii. approval or any subsequent modification of transactions of the listed entity with related parties;</p> <p>ix. scrutiny of inter-corporate loans and investments;</p> <p>x. valuation of undertakings or assets of the listed entity, wherever it is necessary;</p> <p>xi. evaluation of internal financial controls and risk management systems;</p> <p>xii. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;</p> |

- xiii. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- xiv. discussion with internal auditors of any significant findings and follow up there on;
- xv. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- xvi. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- xvii. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xviii. Reviewing and overseeing the compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015 and functioning of the Whistle Blower mechanism and / or Vigil Mechanism;
- xix. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- xx. reviewing the utilisation of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;
- xxi. consider and comment on rationale, cost-benefits and impact of schemes involving mergers;
- xxii. The audit committee shall have powers to investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary;
- xxiii. The audit committee shall mandatorily reviewing the following information:
  - 1. management discussion and analysis of financial condition and results of operations;
  - 2. management letters / letters of internal control weaknesses issued by the statutory auditors;
  - 3. internal audit reports relating to internal control weaknesses; and
  - 4. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee;
  - 5. statement of deviations:
    - a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) ;
    - b. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) ;
- xxiv. To review and approve all transactions/ agreements with related parties;
- xxv. To review all transactions that may be entered into with any person otherwise than on arm's length basis;
- xxvi. To formulate a policy on materiality of related party transactions and also on dealing with Related Party Transactions;
- xxvii. Such other functions as may be entrusted by the Board from time to time.
- xxviii. The Audit Committee shall carry out such other functions as may be delegated by the Board of Directors from time to time, or as may be stipulated under the Act, SEBI LODR Regulations, or any other law applicable to the Company, for time being in force.
- xxix. The Committee, in addition to the members also has the following set of invitees:
  - a. The Group CEO and Group CFO are permanent invitees.
  - b. The representatives of Internal Auditors and Statutory Auditors are invitees, as per the respective items.
  - c. The Business and Operational Heads are invited to the meetings, as and when required.
  - d. Can invite any other employee or person as it deemed fit.

| Particulars                  | Details   |
|------------------------------|---|
| <b>Name of the Committee</b> | <b>Nomination and Remuneration Committee</b>  |
| <b>Composition</b>           | <ul style="list-style-type: none"> <li>• Mr. Pramod Agrawal, Chairman</li> <li>• Dr. Anthony DeSa, Member</li> <li>• Mr. Rajiv Dewan, Member</li> </ul> |

| <b>Terms of reference of the Committee:</b>  |
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| <p>i. To recommend to the Board a policy relating to the remuneration of directors (both Executive and Non-Executive Directors), KMP and SMP;</p> <p>ii. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:</p> <ul style="list-style-type: none"> <li>– use the services of an external agency, if required;</li> <li>– consider candidates from a wide range of backgrounds, having due regard to diversity; and</li> <li>– consider the time commitments of the candidates;</li> </ul> <p>iii. To specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance formulation of criteria for evaluation of performance of independent directors and the board of directors;</p> <p>iv. Whether to extend or continue the term of appointment of the Independent Directors, on the basis of report of performance evaluation of Independent Directors;</p> <p>v. To devising a policy on diversity of board of directors;</p> <p>vi. To identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;</p> <p>vii. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;</p> <p>viii. To recommend to the board, all remuneration, in whatever form, payable to senior management;</p> <p>ix. To formulate the criteria for determining qualifications, positive attributes and independence of a Director;</p> <p>x. To determine the appropriate characteristics, skills and experience for the Board as a whole as well as its individual members;</p> <p>xi. To formulate terms and conditions of the Employee Stock Option Scheme (ESOS) and/or Employee Stock Purchase Scheme (ESPS) and/or General Employee Benefit Scheme (GEBS) determine eligibility criteria, grant &amp; vesting of options, make allotment of shares pursuant to exercise of options and to administer, supervise and recommend modifications in the same; and</p> <p>xii. To ensure implementation of ESOS/ESPS/GEBS as per SEBI (Share Based Employee Benefits and Sweat Equity), Regulations, 2021, as amended from time to time.</p> |

| Particulars           | Details   |
|-----------------------|---|
| Name of the Committee | Stakeholder Relationship Committee  |
| Composition           | <ul style="list-style-type: none"> <li>• Mr. Rajiv Dewan, Chairman</li> <li>• Dr. Anthony DeSa, Member</li> <li>• Mr. Deepak Nanda, Member</li> </ul> |

| Terms of reference of the Committee:  |
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| <p>i. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;</p> <p>ii. Review of measures taken for effective exercise of voting rights by shareholders;</p> <p>iii. Review of adherence to the service standards adopted by the listed entity Company in respect of various services being rendered by the Registrar &amp; Share Transfer Agent;</p> <p>iv. Review of the various measures and initiatives taken by the listed entity Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the company;</p> <p>v. Resolving grievances of debenture holders related to creation of charge, payment of interest/principal, maintenance of security cover and any other covenants;</p> <p>vi. To monitor work related to:</p> <ol style="list-style-type: none"> <li>a. transfer and/or transmission of Equity /Preference shares of the Company;</li> <li>b. dematerialization/ rematerialization of the shares of the Company;</li> <li>c. sub-division, consolidation and/or replacement of any share certificate(s) of the Company;</li> <li>d. shares in the Unclaimed Securities Suspense Account of the Company;</li> </ol> <p>vii. To approve / ratify issue of duplicate share certificates against the original share certificates;</p> <p>viii. Conversion of shares of erstwhile Abhishek Spinfab Corporation Limited, erstwhile Varinder Agro Chemical Limited, erstwhile Trident Infotech Limited and erstwhile Trident Corporation Limited, into equity shares of the Company;</p> <p>ix. To review of dematerialization, rematerialization, shareholding pattern, distribution schedules etc;</p> <p>x. To provide for safe custody of the Common Seal of the Company &amp; authorize affixation of Common Seal on the Share Certificates;</p> <p>xi. to take all actions and to do such acts, deeds and matters as it may deem necessary, desirable or expedient for the for the purpose of giving effect to the Split / Sub-division of Equity Shares of the Company and to resolve and settle all questions or difficulties that may arise in regard to said Split / Sub-division of Equity Shares including but not limited to making applications with authorities or regulators for ISIN creation, Corporate Action, Electronic Connectivity, Listing &amp; Trading of Securities on Stock Exchanges or otherwise; and</p> <p>xii. To do all other acts or deeds as may be necessary or incidental thereto.</p> |

| Particulars           | Details   |
|-----------------------|---|
| Name of the Committee | Risk Management Committee   |
| Composition           | <ul style="list-style-type: none"> <li>• Mr. Pramod Agrawal, Chairman</li> <li>• Mr. Rajiv Dewan, Member</li> <li>• Mr. Deepak Nanda, Member</li> </ul> |

| Terms of reference of the Committee:   |
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| <p>i. To formulate a detailed risk management policy which shall include:</p> <ol style="list-style-type: none"> <li>a. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.</li> <li>b. Measures for risk mitigation including systems and processes for internal control of identified risks.</li> <li>c. Business continuity plan.</li> </ol> <p>ii. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;</p> <p>iii. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;</p> <p>iv. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;</p> <p>v. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;</p> <p>vi. To oversee legal compliance by the Company and review status of legal cases / prosecution and legal / penalty notices etc. of the Company and legal authorization;</p> <p>vii. To oversee compliances risks , overall compliance structure of the Company and recommendations to minimize the probable risk;</p> <p>viii. To oversee compliances as per Sexual Harassment of Women At Workplace (Prevention, Prohibition &amp; Redressal) Act, 2013;</p> <p>ix. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;</p> <p>x. Oversee and monitor the effectiveness of the Company's Risk Management Framework, including identification, assessment, prioritization, mitigation and reporting of risks;</p> <p>xi. Review and monitor enterprise and operating risk registers, including risks, risk owners, mitigation owners and mitigation plans with defined timelines;</p> <p>xii. Periodically review material risks, including strategic, financial, operational, sectoral, sustainability (ESG) and cyber security risks;</p> <p>xiii. Review the risk appetite and ensure risks are managed within acceptable tolerance levels;</p> <p>xiv. Review risk assessment outcomes, including likelihood, impact analysis and risk scoring based on the approved risk matrix;</p> <p>xv. monitor the implementation status and effectiveness of risk mitigation plans and corrective actions;</p> <p>xvi. Review quarterly risk updates and deep dive reviews on selected enterprise risks;</p> <p>xvii. oversee monitoring and reporting mechanisms to ensure timely identification of new and emerging risks;</p> <p>xviii. oversight on the internal control environment related to identified risks;</p> <p>xix. ensure independence of Internal Audit from management of subsidiaries and units;</p> <p>xx. review internal audit observations relating to risk management and internal controls;</p> <p>xxi. Any significant deviations or risk related issues shall be reported to the Audit Committee, as applicable;</p> <p>xxii. review and oversee the Business Continuity Policy/ Plan, including periodic evaluation and testing.</p> |

| Particulars                  | Details   |
|------------------------------|---|
| <b>Name of the Committee</b> | <b>CSR &amp; ESG Committee</b>  |
| <b>Composition</b>           | <ul style="list-style-type: none"> <li>• Mr. Rajiv Dewan, Chairman</li> <li>• Dr. Anthony DeSa, Member</li> <li>• Mr. Deepak Nanda, Member</li> </ul> |

| <b>Terms of reference of the Committee:</b>  |
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| <p>i. To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company in areas or subject, specified in Schedule VII and monitor the Corporate Social Responsibility Policy of the company from time to time;</p> <p>ii. To Identify the areas of CSR activities and projects and to ensure that the Company is taking the appropriate measures to undertake and implement CSR projects successfully;</p> <p>iii. To Assess the performance and impact of CSR Activities of the Company;</p> <p>iv. To Evaluate CSR communication plans;</p> <p>v. To Set path for implementation and monitoring mechanism and the progress status to ensure achievement; and</p> <p>vi. To ensure the value, ethics and principles are upheld in all its activities;</p> <p>vii. To decide and recommend to the Board the amount of expenditure to be incurred on CSR activities;</p> <p>viii. To Formulation of Annual Action Plan;</p> <p>ix. To Evaluate and monitor expenditure towards CSR Activities in compliance with the Act;</p> <p>x. To Evaluation of need and impact assessment of the projects undertaken by the Company;</p> <p>xi. The CSR Committee shall also be entrusted with oversight of the Company's Environmental, Social and Governance (ESG) functions, and its terms of reference shall include, inter-alia:</p> <ol style="list-style-type: none"> <li>a. To implement the Business Responsibility Guiding Principles suggested by SEBI from time to time, evaluate the Business Responsibility performance of the Company and report the same to the Board;</li> <li>b. To formulate, oversee and periodically review the Company's ESG strategy, policies and performance, initiatives in line with applicable laws, SEBI regulations and best practices;</li> <li>c. To review and recommend disclosures relating to ESG, including the Business Responsibility and Sustainability Report (BRSR) ;</li> <li>d. To monitor the Corporate Social Responsibility Policy of the Company from time to time.</li> </ol> |

| Particulars           | Details  |
|-----------------------|--|
| Name of the Committee | Financial Management Committee   |
| Composition           | <ul style="list-style-type: none"> <li>• Mr. Rajiv Dewan, Chairman</li> <li>• Mr. Deepak Nanda, Member</li> <li>• Mr. Avneesh Barua, Member</li> </ul> |

| Terms of reference of the Committee:  |
|---|
| <p>i. To open or close Bank, Demat, Trading and/or 3-in-1 accounts of the Company;</p> <p>ii. To decide Signatories for existing as well as future Bank, Demat, Trading and/or 3-in-1Accounts of the Company;</p> <p>iii. To avail Internet Banking services from banks and deciding internet banking powers;</p> <p>iv. To borrow money for the business of the Company from Banks/Financial Institutions, etc. by way of NCDs, External commercial borrowing (ECBs), Commercial Paper, Term Loan, Working Capital in INR/ foreign currencies upto a maximum limit as approved by the Shareholders of the Company outstanding at any particular point of time;</p> <p>v. To mortgage and create a charge on the property of the Company, in addition to the mortgages/charges created/to be created, from time to time, upto a maximum limit as approved by the Shareholders of the Company;</p> <p>vi. To make loan(s), advance(s) and/or give any guarantee(s), provide any security(ies) in connection with loan(s), advance(s) made to and/or acquire by way of subscription, purchase or otherwise make investment in securities of any body corporate and/or mutual funds upto a maximum limit as approved by the Shareholders of the Company;</p> <p>vii. To avail and convert Foreign Currency loans into Domestic Currency Loans and vice versa;</p> <p>viii. To authorize &amp; review of foreign exchange transactions including Derivative/Treasury transaction of the company;</p> <p>ix. To invest the funds of the Company, or to sell including sale/dispose-off of any subsidiary(ies) and otherwise deal in the investments held by the company;</p> <p>x. To review and monitor the return on gratuity fund invested by the company;</p> <p>xi. To authorize persons to act as its representative at any meeting of any Company in which the Company is a shareholder of any class or creditor, debenture holder;</p> <p>xii. To do any other Acts as authorized by Board of Directors from time to time.</p> |