

UTIQUE ENTERPRISES LIMITED

RISK MANAGEMENT POLICY

BACKGROUND

Section 134(3) of the Companies Act, 2013 requires a statement to be included in the report of the Board of Directors ("the Board") of Utique Enterprises Limited ("the Company"), 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.

Furthermore, Regulation 17 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), requires that the Company set out procedures to inform the Board of risk assessment and minimization procedures and makes the Board responsible for framing, implementing and monitoring the risk management plan of the Company.

OBJECTIVE AND PURPOSE

In line with the Company's objective towards increasing stakeholder value, a risk management policy has been framed, which attempts to identify the key events/risks impacting the business objectives of the Company and attempts to develop risk policies and strategies to ensure timely evaluation, reporting and monitoring of key business risks.

POLICY

The Company's risk management approach consists primarily of three components:-

- Risk Governance
- Risk Identification
- Risk Assessment and Control.

Risk Governance:

- The functional heads of the Company are responsible for managing risk on various parameters and ensure implementation of appropriate risk mitigation measures.
- The Risk Management Committee provides oversight and reviews the risk management policy from time to time.

Risk Identification:

External and internal risk factors that must be managed are identified in the context of business objectives.

Risk Assessment and Control:

This comprises the following:-

- Risk assessment and reporting
- Risk control
- Capability development.

On a periodic basis risk, external and internal risk factors are assessed by responsible managers across the organization. The risks are identified and formally reported through mechanisms such as operation reviews and committee meetings. Internal control is exercised through policies and systems to ensure timely availability of information that facilitate pro-active risk management. Examples of certain of these identified risks are as follows:

- Broad market trends and other factors beyond the Company's control significantly reducing demand for its services and harming its business, financial condition and results of operations.
- Failure in implementing its current and future strategic plans.
- Significant and rapid technological change.
- Damage to its reputation.
- Its risk management methods and insurance policies not being effective or adequate.
- Fluctuations in trading activities.
- Changes in interest rates.
- Changes in government policies.
- Security risks and cyber-attacks.
- Insufficient systems capacity and system failures.

RISK MANAGEMENT COMMITTEE

The Company has a Committee of the Board, namely, the Risk Management Committee, which has been constituted with the overall responsibility of overseeing and reviewing risk management across the Company.

The terms of reference of the Risk Management Committee are as follows:-

- Review of strategic risks arising out of adverse business decisions and lack of responsiveness to changes.
- Review of operational risks.
- Review of financial and reporting risks.
- Review of compliance risks.
- Review or discuss the Company's risk philosophy and the quantum of risk, on a broad level that the Company, as an organization, is willing to accept in pursuit of stakeholder value.
- Review the extent to which management has established effective enterprise risk management at the Company.
- Inquiring about existing risk management processes and review the effectiveness of those processes in identifying, assessing and managing the Company's most significant enterprise-wide risk exposures.
- Review the Company's portfolio of risk and consider it against its risk appetite by reviewing integration of strategy and operational initiatives with enterprise-wide risk exposures to ensure risk exposures are consistent with overall appetite for risk.
- Review periodically key risk indicators and management response thereto.
