



TERMS OF REFERENCE OF STAKEHOLDER RELATIONSHIP & GRIEVANCE COMMITTEE

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Terms of reference of Stakeholder Relationship and Grievance Committee

AARVEE DENIMS AND EXPORTS LIMITED

PREFACE

The 'Stakeholders Relationship and Grievance Committee' is required to be constituted pursuant to provisions of Section 178 of the Companies Act, 2013. Consequent to the change of nomenclature of the 'Shareholders' Grievance Committee', the name of Committee will be changed to 'Stakeholders Relationship and Grievance Committee' and all terms and reference conferred upon to the committee.

The 'Stakeholders Relationship and Grievance Committee' is primarily responsible for transfer of securities and redressal of shareholders' / investors' / security holders' complaints. The Committee also monitors the implementation and compliance with the Company's Code of Conduct for prohibition of Insider Trading and to review all matters connected.

Constitution of the committee

Stakeholders Relationship Committee consisting of a chairperson who shall be a non-executive director and such other members as may be decided by the Board. The Stakeholders Relationship Committee shall consider and resolve the grievances of security holders of the company. The key points to be referred and considered by the committee are:

- Oversee and review all matters connected with the transfer of the Company's securities (physical and demat), non – receipt of Annual Report, non- receipt of declared dividend, etc.
- Approve issue of the Company's duplicate share / debenture certificates,
- Monitor redressal of investors' / shareholders' / security holders' grievances and reviewing any other related matter which the Committee may deem fit in the circumstances of the case including the following:
 - i. Change of name(s) of the Members on share certificates
 - ii. Consolidate share certificates,
 - iii. Delete name(s) of guardian(s)

- iv. Delete name(s) from share certificates
 - v. Dematerialise Shares
 - vi. Issue of Duplicate share certificates
 - vii. Rematerialise Shares
 - viii. Replace shares
 - ix. Split-up shares
 - x. Transfer of shares
 - xi. Transmit shares
 - xii. Transpose shares
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- Oversee the performance of the Company's Registrars and Transfer Agents,
 - Recommend methods to upgrade the standard of services to investors,
 - Monitor implementation of the Company's Code of Conduct for Prohibition of Insider Trading,
 - Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.