



INDIA LEASE DEVELOPMENT LIMITED

Regd. Office : MGF HOUSE 4/17-B, ASAF ALI ROAD, NEW DELHI - 110002

Phones : 41519433, 41520070 Fax : 41503479

website : www.indialease.com E-mail : info@indialease.com

Corporate Identity Number : L74899DL1984PLC019218

RISK MANAGEMENT POLICY

1. Background

Risk in literal terms can be defined as the effect of uncertainty on the objectives. Risk is measured in terms of consequences and likelihood. Risks can be internal and external and are inherent in all administrative and business activities. Every member of any organization continuously manages various types of risks. Formal and systematic approach to managing risks have evolved and they are now regarded as good management practice also called as Risk Management.

Risk Management is the identification, assessment and prioritization of risk followed by coordinated and economical application of resources to minimize, monitor, and control the portability and/or impact of uncertain events or to maximize the realization of opportunities. Risk management also provides a system for the setting of priorities when there are competing demands on limited resources

Effective risk management requires

A strategic focus,

Forward thinking and active approaches to management

Balance between the cost of managing risk and the anticipated benefits and

Contingency planning in the event that critical threats are realized.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the company are imperative. The common risks, inter-alia, are: Regulations, Competition, Business Risk, Return on investments, Business cycle, Increase in Price and Costs, Limited Resources, Retention of Talent etc.





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2. Legal Framework

Risk Management is a key aspect of the Corporate Governance Principles and Code of Conduct" which aims to improvise the governance practices across the company's activities. Risk management policy and processes will enable the company to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalize on opportunities.

3. Object and Purpose of Policy

The main objective of this policy is to oversee the responsibility with regard to the identification, evaluation and mitigation of operational strategic and external environment risk. The Risk Committee formed for this purpose shall be responsible for reviewing and approving the risk disclosure statement in any public documents/disclosure.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associates with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

The Specific objectives of the Risk Management Policy are:-

- i) To ensure that all the current and future material risk exposures of the company are identified, assessed, quantified, appropriately mitigated, minimized and managed i.e. to ensure adequate systems for risk management.
- ii) To establish a framework for the company's risk management process and to ensure its implementation.
- iii) To enable compliance with appropriate regulations, wherever applicable through the adoption of best practices.
- iv) To assure business growth with financial stability.





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4. Disclosure in Board's Report

The provisions of Section 134(3) (n) of the Companies Act,2013 necessitate that the Board's Report should contain 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.

Further, the provisions of Section 177(4) (vii) of the Companies Act,2013 require 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 risk management systems.

In line with the above requirements, it is therefore, required for the company to frame and adopt a "Risk Management Policy" of the company.

5. Back ground and implementation

This document is intended to formalize a risk management policy, the objective of which shall be identification, evaluation, monitoring and minimization of identifiable risks.

This policy is in compliance with the amended Clause 49 of the Listing Agreement (w.e.f. 1st October,2014) which requires the company to lay down procedure for risk assessment and procedure for risk minimization

The Board of Directors of the company and the Audit Committee shall periodically review and evaluate the risk management system of the company so that the management controls the risk through properly defined network.

Head of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Board and Audit Committee.





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6. Constitution of Risk Management Committee

Risk Management Committee shall be constituted by the company consisting of such number of Directors (executive or non-executive) as the company may think fit. Constitution of Risk Management Committee is as under:-

Sh. Arun Mitter, Chairman

Sh. Sharad Aggarwal, Member

Sh. Rohit Madan, Compliance Officer

The Board shall define the roles and responsibilities of the Risk Management Committee and may delegate monitoring and reviewing of the risk management plan to the Committee and such other functions as it may deem fit.

7. Role of the Board

The Board will undertake the following actions to ensure risk is managed appropriately:

- The Board shall be responsible for framing, implementing and monitoring the risk management plan for the company.
- The Board shall define the roles and responsibilities of the Risk Management Committee and may delegate monitoring and reviewing of the risk management plan to the Committee and such other functions as it may deem fit
- Ensure that the appropriate systems for risk management are in place.
- The independent directors shall help in bringing an independent judgment to bear on the Board's deliberations on issues of risk management and satisfy themselves that the systems of risk management are robust and defensible.
- Participate in major decisions affecting the organisation's risk profile;





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- Have an awareness of and continually monitor the management of strategic risks,
- Be satisfied that processes and controls are in place for managing less significant risks;
- Be satisfied that an appropriate accountability framework is working whereby any delegation of risk is documented and performance can be monitored accordingly;
- Ensure risk management is integrated into Board reporting and annual reporting mechanisms.
- Convene any board committees that are deemed necessary to ensure risk is adequately managed and resolved where possible

8. Review

This policy shall be reviewed at least every year to ensure it meets the requirements of legislation and the needs of organization.



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SUCCESSION POLICY FOR APPOINTMENTS TO THE BOARD AND SENIOR MANAGEMENT

1. BACKGROUND:

This Securities and Exchange Board of India ("SEBI") issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "LODR Regulations") on September 02, 2015, effective from December 01, 2015, with an aim to consolidate and streamline the provisions of existing listing agreements thereby ensuring better enforceability.

Regulation 17(4) of SEBI (LODR) Regulations, 2015, inter alia, reads, the Board of Directors of the listed entity shall satisfy itself that plans are in place for orderly succession for appointment to the Board of Directors and Senior Management.

2. OBJECTIVE

The objective of this Policy is to make a plan for orderly succession for appointment to the Board of Directors and Senior Management.

3. DEFINITIONS

- i) Nomination & Remuneration Committee or "Committee" means the Committee of the Board constituted/re-constituted, from time to time, under the provisions of Regulation 19 of the SEBI (LODR) Regulations, 2015 read with Section 178 of the Companies Act, 2013, as in force.
- ii) "Board of Directors" or "Board" means the Board of Directors of India Lease Development Limited as constituted/re-constituted, from time to time.
- iii) "Company" means India Lease Development Limited
- iv) "Policy" or "this Policy" means Succession Policy.
- v) "Senior Management" means personnel of the company who are members of its management team excluding Board of Directors. Normally, this would comprise all members of management one level below the non executive directors, including all functional heads.



4. PROCEDURE

i) Board & KMP Level Appointments:

The Nomination and Remuneration Committee (NRC Committee) of the company shall identify suitable persons from amongst the existing top management personnel or from the outside to fill up the vacancy at the Board and KMP level. The appointment of the person at the Board & KMP level shall be in accordance with the applicable provisions of the Companies Act, 2013, read with terms of Corporate Governance as may be amended from time to time and other laws as applicable to the company.

ii) Senior Management Level Appointment:

The vacancy at Senior Management level shall be filled up by the Chairman or by the person authorized by him on behalf of Board in line with the internal policy adopted by the management, keeping in view the organization's mission, vision, values, goals and objectives.

5. EMERGENCY SUCCESSION

If a Director's slot/Senior Management's position suddenly becomes vacant by reason of death or other unanticipated occurrence, the NRC Committee/Chairman in consultation with Chairman/ Non Executive Director shall convene a special meeting as early as possible to implement the process described herein, subject to the necessity involved.

6. REVIEW AND MONITORING

The Board in consultation with Chairman shall review and monitor the implementation of this Policy from time to time to ensure its effectiveness and for ensuing effective succession planning.

7. AMENDMENTS TO THE POLICY

The Board shall have the power to clarify any doubts or rectify any anomalies that may exist in connection with the effective execution of this Policy. The Board in consultation with Chairman reserve the right to amend this Policy from time to time based on changing requirements as prescribed by SEBI/Stock Exchange(s) or any other appropriate Statutory Authority.

8. DISCLOSURE OF THE POLICY

The company shall disclose this Policy on its website. The necessary disclosure, if any, about the policy will also be made as per the requirements of SEBI (LODR) Regulations, 2015 and Companies Act, 2013.



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Pursuant to the Regulation 30(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company has authorized the following person for the purpose of determining the materiality of an event or information and for the purpose of making disclosure to the Stock exchanges:

KEY MANAGERIAL PERSONNEL (KMP)

S. No	Name	Designation	Phone No.	Email-ID
1	Shri Rajiv Gupta	Chairman	011-41519433	rajivgupta@indialease.com
2	Shri Rohit Madan	Manager, Company Secretary & CFO	011-41510795	rohitmadan@indialease.com
3	Shri Murali. S	Chief Executive Officer (CEO)	011-41520070	murali_s1962@rediffmail.com

