



**PAUL MERCHANTS LTD.**<sup>®</sup>  
(An ISO 9001:2015 Certified Co.) (CIN: L74900DL1984PLC018679)

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## **STAKEHOLDERS RELATIONSHIP COMMITTEE**

This Committee has been constituted in compliance with Section 178 of the Companies Act, 2013 read along with the applicable Rules thereto and Regulation 20 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time. Any amendment in the said Act/Regulations at any point of time in future shall be automatically deemed to be incorporated herein.

### **OBJECTIVE:**

The Stakeholders Relationship Committee shall specifically look into various aspects of interest of shareholders, debenture holders and other security holders.

### **DEFINITIONS:**

1. The Company means Paul Merchants Limited, a Company incorporated under the Companies Act, 1956.
2. "The Stakeholder Relationship Committee" or "the Committee" means Committee of Board of Directors of the Company constituted under the provisions of Companies Act, 2013 and Listing Obligations & Disclosure Requirements (LODR).
3. "Board of Directors" or "Board" in relation to a Company, means the collective body of Directors of the Company. (Section 2(10) of the Companies Act, 2013)
4. "Policy" means this Policy, as amended from time to time.
5. "LODR" means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as amended from time to time.

Any other terms not defined herein shall have the same meaning as defined in the Companies Act, 2013, LODR, Securities Contracts (Regulation) Act, 1956 or any other applicable law or regulation, including any amendment or modification thereof, as may be applicable.

## **TERMS OF REFERENCE:-**

### **ROLE OF THE COMMITTEE**

- a. 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.;
- b. Review of measures taken for effective exercise of voting rights by shareholders;
- c. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent of the Company;
- d. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;
- e. To monitor the resolution of all kinds of shareholders/investors grievances and queries periodically and to specifically look into various aspects of interest of shareholders, debenture holders;
- f. To review the share transfer/transmission process, issuance of Share Certificates, payment of Dividend to the shareholders;
- g. To take note and review Share Transfers, Demat requests, Remat Requests and issuance of Share Certificates by the Registrar & Share Transfer Agent of the Company including the reports issued by the Registrar & Share Transfer Agent of the Company on the said matters and to present an Annual consolidated report on the Share Transfers to the Board.
- h. To carry out any other function as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations) and the Companies Act, 2013, as amended from time to time,
- i. Any other matter as the Committee may deem appropriate after the approval of the Board or as may be directed by the Board from time to time.

**CHAIRMAN:** - The Chairman/Chairperson of the Committee shall be a non-executive director. The Chairperson of the Stakeholders Relationship Committee shall be present at the annual general meetings to answer queries of the security holders.

**CONSTITUTION:** - At least 3 directors, with at least one being an independent director, shall be members of the Committee.

**ROLE:** - The role of the Committee shall be as specified as in Part D of the Schedule II of Listing Regulations, as amended from time to time, which has been incorporated herein above for reference.

**QUORUM:** - The quorum for a meeting of the Committee shall be either 2 members or 1/3<sup>rd</sup> of the members of the committee, whichever is greater.

**FREQUENCY OF MEETINGS:** - The meeting of the Committee shall be held at such regular intervals as may be required, however, the Committee shall meet at least once in a year. Further, it shall be ensured that such minimum number of meetings of the committee are held as required under the Companies Act, 2013, Rules framed thereunder and under SEBI (LODR) Regulations.

(Sd/-)

Sat Paul Bansal

Chairman of the Board

Last amended as on 08-06-2021