

THE INDIAN HOTELS COMPANY LIMITED

TERMS OF REFERENCE OF STAKEHOLDERS' RELATIONSHIP COMMITTEE

- (i) Resolving all grievances of the security holders,
- (ii) Review of measures taken for effective exercise of voting rights by shareholders,
- (iii) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent and overseeing their performance,
- (iv) 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
- (v) Review statutory compliance relating to all security holders
- (vi) Oversee compliances in respect of dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund
- (vii) Approve issue of duplicate certificates of the company
- (viii) Recommend measures for overall improvement of the quality of investor services.
- (ix) Set forth policies relating to and oversee implementation of the Code of Conduct for prevention of Insider Trading (in case of absence of a separate committee setup for this purpose).
- (x) Review movements in shareholding and ownership structures of the company
- (xi) Oversee and review all matters related to the transfer of securities of the company
- (xii) and such other terms of reference as may be prescribed under the applicable laws from time to time,