

MANAGEMENT

ADVISORY

AND

GOVERNANCE

COMMITTEE



RAGHUVIR SYNTHETICS LIMITED

REGD. OFF. RAKHIAL ROAD, RAKHIAL, AHMEDABAD-380 023, INDIA

PHONE 079-22911015 - 22911902 - 22910963

Email raghuvirad1@sancharnet.in

Website <http://www.raghuvir.com>

CIN : L17119GJ1982PLC005424

MANAGEMENT ADVISORY & GOVERNANCE COMMITTEE

Management Advisory & Governance committee can be defined as any committee that is established or utilized to obtain advice or recommendations from the members of the of the public and committee for the welfare & interest of the organization. The committee does not power to control over the business decisions. Their input purely is advisory and for the consideration and recommendations to the Board of Directors. People who serve on a board or management committee will be elected after the approval of members in the general meeting. They all / or selected members may receive commission / sitting fees as remuneration as approved by the Nomination & Remuneration committee & Board of Directors of the company. Company may compensate them for expenses they incur while carrying out their duties.

The main objectives for establishing the committee is:

- a) Receive independent advice from members of the public and individuals that are experts in their fields
- b) To obtain diverse points of view about the topic.
- c) Make better informed decisions due to the vetting of various options by committee
- d) To improve buy-in for the decisions being made through the experienced committee members
- e) Divide up the work of the organization
- f) Expedite work by removing routine tasks from monthly board consideration
- g) Utilize the specific talents and knowledge of board members
- h) Permit broader participation by all board members

Reason for Forming Committee

For a Board of Directors to do its work effectively, it is necessary that members understand their individual responsibilities and that the board organizes itself to perform the necessary tasks effectively.

Through committees, work can be divided so that far more can be accomplished than if the entire board acted on all matters. Committees provide organizational structure, and at the same time allow enough flexibility so the board can adapt quickly to the changing demands of the environment.

While a committee's overall function is primarily advisory, it still has to make board recommendations.



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Functions of Committee

1. Establish committees when it's apparent that issues are too complex and/or numerous to be handled by the entire board.
2. Have at least three board members in committee.
3. Committees recommend policy for approval by the entire board.
4. Committees make full use of board members' expertise, time and commitment, and ensure diversity of opinions on the board.
5. They do not supplant responsibility of each board member; they operate at the board level and not the staff level.
6. Committees will meet at least once & maximum as required in the whole year .
7. Minutes should be recorded for all Committee meetings.

Members of the committee:

Shri Pamitadevi S. Agarwal
Shri Hardik S. Agarwal
Shri Nishit C. Joshi

Working of the committee

Assisting & recommending the Management in strategic decisions , management planning & ways of implications.

Review annually with the Board the size and composition of the Board as a whole and recommend, if necessary, measures to be taken so that the Board reflects the appropriate balance of diversity, age, skills and experience required for the Board as a whole and contains at least the minimum number of independent directors required by the SEBI LODR REGULATIONS, 2015 & Companies Act, 2013 and satisfies any other legal or regulatory requirements.

Make recommendations on the frequency and structure of Board meetings. Monitor and evaluate the functioning of the committees of the Board and make recommendations for any changes, including the creation and elimination of committees and committee assignments.



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Make recommendations concerning any other aspect of the procedures of the Board that the Nomination & Remuneration Committee, Audit Committee & Stakeholder & Relationship Committee considers warranted, but limited to the procedures with respect to the waiver by the Board of company rule, guideline, procedure or corporate governance principle.

Maintain an orientation program for new directors and continuing education programs for directors.

Oversee the evaluation of the Board as a whole and the management of the Board & Committee such as Nomination & Remuneration Committee, Audit Committee & Stakeholder & Relationship Committee, including the Chief Executive Officer, Chief Financial Officer & Company Secretary.

Receive comments from all directors as to the Board's performance and report to the Board with an assessment of the Board's performance.

Review and evaluate the adequacy of this Charter annually and recommend to the Board any changes deemed appropriate.

Review its own performance.

Overseeing the maintenance and development of the organisation's facilities

Developing policies that safeguard the quality of programs and services offered by the committee.

FOR RAGHUVIR SYNTHETICS LIMITED

FOR, RAGHUVIR SYNTHETICS LIMITED

DIRECTOR/AUTHORISED SIGNATORY

SUNIL R. AGARWAL

CHAIRMAN & MANAGING DIRECTOR

DIN: 00265303