ROLE & TERMS OF REFERENCE FOR STAKE HOLDERS' RELATIONSHIP COMMITTEE

AIRFLOA RAIL TECHNOLOGY LIMITED

CIN: U30204TN1998PLC041571

Registered Office:

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ROLE & TERMS OF REFERENCE FOR STAKE HOLDERS' RELATIONSHIP COMMITTEE.

Stakeholders' Relationship Committee.

Our Stakeholder' Relationship Committee was constituted on December 12, 2024. The members of the said Committee are as follows:

SL NO	DIRECTOR	Nature of Directorship	DESIGNATION
1	Sudhanshu Mani	Independent Director	Chairman
2	Venkatesan Dakshinamoorthy	Managing Director	Member
3	Dakshna Moorthy Manikandan	Joint Managing Director (Executive)	Member

The Stakeholders' Relationship Committee is in compliance with Section 178 of the Companies Act 2013 and Regulation 20 of the SEBI Listing Regulations. The Company Secretary shall act as the secretary of the Stakeholders' Relationship Committee.

1. Constitution

The Committee shall be constituted / re-constituted by the Board of Directors and shall comprise such number of Directors as may be prescribed under the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations.

The Chairperson of the Committee shall be appointed in accordance with the applicable statutory requirements.

2. Meetings

The Committee shall meet at such intervals as may be necessary for the proper discharge of its functions and responsibilities and as required under applicable laws.

The Company Secretary/Compliance Officer shall act as the Secretary to the Committee.

The scope and function of the Stakeholders' Relationship Committee is in accordance with Section 178 of the Companies Act, 2013 and the SEBI Listing Regulations and the terms of reference, powers and scope of the Stakeholders' Relationship Committee of our Company include:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipts of annual reports, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.;
2. Review of measures taken for effective exercise of voting rights of by shareholders;
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar and Share Transfer Agent;
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipts of dividend warrants/ annual reports/ statutory notices by the shareholders of the Company;
5. To review measures taken for effective communication with shareholders and other security holders.
6. To ensure compliance with applicable provisions relating to investor relations, shareholder rights and services under the Companies Act, 2013, SEBI LODR Regulations and other applicable laws.
7. To review the adequacy and effectiveness of the systems and procedures for handling and resolving security holders' complaints.
8. To consider and approve such other matters as may be specifically delegated to the Committee by the Board of

Directors from time to time.

9. To carry out such other functions as may be prescribed under the Companies Act, 2013, SEBI LODR Regulations, other applicable laws, or as may be assigned by the Board.

10. Carrying out any other function as prescribed under the SEBI Listing Regulations as and when amended from time to time.

As required under the SEBI Listing Regulations, the Stakeholders Relationship Committee shall meet at least once a year, and the Chairperson of the committee shall be present at the annual general meetings to answer queries of the security holders. The quorum of the meeting shall be either two members or one third of the members of the committee whichever is greater.

For Airfloa Rail Technology Limited.

Managing Director.

Place: Chennai

Date:22.01.2025