

### **Terms of Reference of Strategic Investment Committee**

1. To evaluate, scrutinize, consider and recommend to the Board, Strategic Investment opportunities and business acquisitions in companies, bodies corporate and other entities, based on the recommendation of an internal investment committee for strategic investments;
2. To recommend to the Board, the terms and conditions of such investment including but not limited to amount and percentage of acquisition, controlling interest or path to majority if any, forms of investments and funding options;
3. To review the material developments in the investee companies, synergies derived from investments, review the valuation of investments based on independent valuers reports, review the progress made on the proposal approved by the Committee, and generally review the terms and conditions of investments;
4. To recommend disinvestments (total or partial);
5. To obtain or review outside legal or other professional advice or reports and secure attendance of outsiders with relevant expertise, as it may deem necessary for discharge of its functions;
6. All investments including further/fresh investments/disinvestments by the Company in its subsidiaries/wholly-owned subsidiaries and affiliates will be subject to review and recommendation of the Committee.;
7. To discharge such other functions as may be assigned / delegated by the Board from time to time.