Artificial Electronics Intelligent Material Limited

Risk Management Policy

Introduction:

The Risk Management Policy ("Policy") is formulated under the requirements of Regulation 21(4) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") of Artificial Electronics Intelligent Material Limited (Hereinafter referred to as "the Company").

Risk management is a continuous process that is accomplished throughout the life cycle of a Company. It is an organized methodology for continuously identifying the future uncertainty; developing mitigation options; selecting, planning, and implementing appropriate risk mitigations; and tracking the implementation to ensure successful risk reduction. The Company is committed to identifying, assessing, monitoring and managing risks that may affect its business operations, financial performance, reputation and long-term objectives.

The purpose of this policy is to enable achievement of the Company's strategic, financial objectives and targets in a controlled manner:

(1) Risk management framework:

Risk management is an integral part of Company's day-to-day operations and a key task of every project manager or person responsible for handling any assignment. A systematic risk management process is being evaluated for projects, according to the project's size, complexity and contract model.

(a) Organisation:

Artificial Electronics Intelligent Material Limited organizational structure is designed to respond to all the key risks that we face in the short, medium and longer term and reflects all relevant external requirements in relation to good corporate governance.

Audit Committee monitors efficiency of the Company's risk management systems through Internal Audit. In addition to this, the Audit Committee also reviews regularly in its meetings major risks of the Company.

The Board oversees risk management and reviews risk management processes of the Company with the assistance of the Audit Committee. Relevant major risks as reported by the Internal Auditors are be reported regularly to the Board.

(b) Process:

Risk management system of the Company consists of a co-ordination of related activities to identify, evaluate, treat and control all major risk areas of the Company in a systematic and proactive manner.

Evaluation of the risk by Head of the Division:

Head of the Divisions are primarily responsible for treating their risks by taking appropriate actions as and whenever required. These actions typically include justifying transferring or absorbing risks, or a combination of these actions. The development of the actions is followed regularly in the organisation.

Risks are categorised according to the following main risk categories:

- External risk
- Internal risk
- Operational risk
- Financial risk

Project Risk Management process:

The project risk management process is followed throughout the project lifecycle, starting in the prospect and proposal phase and continuing as a regular and systematic process until the closing of the project.

(2) Description of risks:

Typical risks related to the business operations of the Company are described in this section. The description is not intended to be comprehensive as our operations are Subject to other risks as well.

i. External Risk

(a) Markets:

The economic uncertainties continue and the risk of recession particularly in the Indian market persists. This risk can create uncertainty, and delays in clients' decision making. Should the risk materialise, it could create serious problems for clients in arranging financing for investments and could have in adverse impact on Company's business and profitability The Company aims to reduce its vulnerability to market risks and business cycles by a balanced portfolio of assignments by clients in different industries, markets and geographical areas as well as through sub-contracting and appointment of associates.

(b) Government policies and budgetary allocations:

Any adverse changes in government policies and budgetary allocation could materially and adversely affect our revenues, growth or operations.

(c) Competition:

The corporate automation sector is characterised by keen global and local competition. The economic uncertainty has continued and intensive competition in certain sectors and markets prevails. Competition from non-traditional players has also significantly increased in some sectors.

The Company aims at differentiating itself from its competitors by providing quality products and timely services at best possible cost based on its vast experience.

ii. Internal risks:

(a) Business development:

Organic growth is an important part of the Company's strategy. The key risks in achieving this strategic goal are potential lack of skilful sales resources, limited amount of suitable orders, and delays in clients' decision making, A significant part of the organic growth is expected to derive from larger and complicated projects.

iii. Operational risks:

(a) Ability to attract, recruit and retain skilled personnel:

Our results of operations depend largely on our ability to retain the continued services of our skilled personnel who have very good knowledge and understand services we offer and can also execute complicated assignments. We also need to recruit and train sufficient number of suitably skilled personnel, particularly in view of our continuous efforts to grow our business and maintain relationships with clients, There is significant competition for management and other skilled personnel in our industry. Loss of any of the members of our senior management or other key personnel or inability to manage the attrition levels in different employee categories may materially and adversely impact our business and, results of operations. To overcome this risk, we regularly assess manpower requirement with the help of Head of the divisions and recruit only experienced Manpower.

(b) Relationships with Clients:

Our results of operations depend largely on the number of our clients, our ability to maintain relationships with them and grow our share of clients' business by providing quality goods and timely services. We believe successfully developing new client relationships and maintaining existing client relationships are critical for growing our business and consequently our results of operations. The responsibility of client relationships lies with the Head of respective Divisions.

(c) Liability:

Services provided to clients involve liability risks. These risks may relate to failure to deliver quality goods and timely services in accordance with agreed commercial terms.

(d) Information technology:

Efficiency of Company's operations is largely dependent on the use and continuous improvements of information and communication technology systems. Malfunctioning or unavailability of the systems as well as loss or leakage of data can negatively affect the business operations of the Company, Inability or major delays in implementing improvements or new systems can negatively affect the Efficiency of Company's operations.

The Company has an appropriate IT organisation, processes and controls in place in order to reduce these risks, including redundancy, back-ups and appropriate malware protection, encryption technologies and network security controls. To reduce this risk, the Company regularly carried out System check-ups to avoid the misuse of System. The Company also has IT policy in place.

(e) Risk of Corporate accounting fraud:

Accounting fraud or corporate accounting fraud are business scandals arising out of Misusing or misdirecting of funds, overstating revenues, understating expenses etc. The Company reduces this risk by:

- Understanding the applicable laws and regulations;
- Conducting risk assessments;
- Enforcing and monitoring code of conduct for key executives;
- Instituting Whistle Blower Mechanisms;

- Deploying a strategy and process for implementing new controls;
- Adhering to internal control practices that prevent collusion and concentration of authority;
- Employing mechanisms for multiple authorisation of key transactions with cross checks;
- Scrutinising of management information data to pin point dissimilarity of comparative figures and ratios;
- Creating a favourable atmosphere for internal auditors in reporting and highlighting any instances of even minor non-adherence to procedures and manuals and a host of other steps throughout the organisation and assign responsibility for leaving the overall effort to a Managing Director and Chief Financial Officer.

(f) Legal Risk:

Legal risk is the risk in which the Company is exposed to legal action. As the Company is governed by various laws and regulations, and the Company has to do its business within four walls of law, where the Company is exposed to legal risk exposure, the Company is having an experienced team of professionals, advisors who focus on evaluating risks involved in a contract, ascertaining our responsibilities under applicable law of contract restricting our liabilities under the contract and covering risks involved to ensure adherence to all contractual commitments.

Management encourages employees to place full reliance on professional guidance and opinion and discuss impact of all laws and regulations to ensure company's total compliance. The Company Secretary of the Company being the focal point regularly places before the Board supported by a Secretarial Audit by a practicing Company Secretary in compliance with the regulations of the Listing Agreement.

(g) Compliance with Local Laws:

The Company is subject to additional risks related to our international expansion strategy, including risks related to complying with a wide variety of national and local laws applicable for Head Office and Branches as per multiple and possibly overlapping tax structures. The Company has put in place healthy process at the Head Office with the help of external consultants.

iv. Financial risks:

The Company is actively monitoring its financial stability. Based on an informed view and assessment of this risk the Company has developed a Risk Management Policy. This policy also operates to achieve greater predictability of earnings and provides a stable planning environment. The Company's financial risks are related to the availability of funds to meet its business needs and movements in interest as well as costs of products.

The Company endeavours to pursue the following long-term financing objectives as Part of its Strategy Plan;

- Raising Cost efficient funds for the growth of the Company
- To assure business growth with financial stability
- To provide financial flexibility in the Balance Sheet
- Funding strategy to focus on EPS accretion
- To comply with the expectations of various lenders in terms of financial covenants.

3. Organisation Structure:

(i) Role of the Managing Director and accountabilities:

Managing Director has responsibility for identifying, assessing, monitoring and managing risks.

Managing Director will report on the progress of and on all matters associated with risk management on regular basis to the Board of Directors of the Company.

(ii) Authority of the Managing Director:

In fulfilling duties of risk management Managing Director has unrestricted access to Company employees, contractors and records besides independent expert advice on any matter he believe appropriate.

(iii) Role of Head of Divisions:

(a) Monitor material business risks for their areas of responsibilities;

(b) Provide adequate information on implemented risk treatment strategies to Managing Director to support ongoing reporting to the Board.

(iv) Role of Individual employee:

(a) Recognise, communicate and respond to expected, emerging or changing material business risks;

(b) Contribute to the process of developing the Company's risk management system; and

(c) Implement risk management strategies within their area of responsibility.

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