WAKEFIT INNOVATIONS LIMITED

RISK MANAGEMENT POLICY

Document version	Approved By	Date of approval	Date of Amendment
1.0	Board of Directors	June 16, 2025	-

Wakefit Innovations Limited (formerly known as Wakefit Innovations Private Limited),
Registered Office: Umiya Emporium, 97-99, 2nd and 4th Floor, Adugodi, Tavarekere, Opp. Forum Mall, Hosur Road, Bengaluru,
Karnataka-560029, India. CIN: U52590KA2016PLC086582, E: support@wakefit.co | M: +91 98833 33123

1. Introduction

The Risk Management Policy (the "**Policy**") provides the guidelines for institutionalizing a formal risk management function and framework for Wakefit Innovations Limited, *formerly known as Wakefit Innovations Private Limited* ("**the Company**") ("**Company**"). The policy is to be periodically reviewed by the Risk Management Committee ("**RMC**") and formally define the purpose, authority and responsibilities for Risk Management. The main objective of this Policy is to ensure to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business.

2. Legal Framework

Pursuant to Regulation 17(9) read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and with the provisions of Section 134(3) of the Companies, Act 2013, this Policy is being adopted by the Board of Directors of the Company.

3. Applicability

This Policy applies to every part of the Company's business and functions.

4. Definitions

4.1 **"Act"** means the Companies Act, 2013 including any statutory modifications or re-enactment thereof.

4.2 **"Risk"** means a probability or threat of damage, injury, liability, loss, or any other negative occurrence that may be caused by internal or external vulnerabilities; that may or may not be avoidable by pre-emptive action.

4.3 **"Board of Directors"** or "Board" means the Board of Directors of Wakefit Innovations Limited;

4.4 **"Company"** means Wakefit Innovations Limited.

4.5 **"Risk Management Committee"** or "**RMC**" or the "**Committee**" means a committee constituted in accordance with Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4.6 **"Policy"** means Risk Management Policy or Enterprise Risk Management Policy.

4.7 **"SEBI Listing Regulations"** means the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended from time to time.

5. Constitution of Risk Management Committee

The Board has constituted the "Risk Management Committee" in line with the requirements of the SEBI Listing Regulations. This Policy and the terms of reference of RMC are integral to the functioning of the RMC and are to be read together.

The Board has authority to reconstitute the RMC from time to time as it deems appropriate.

Wakefit Innovations Limited (formerly known as Wakefit Innovations Private Limited),
Registered Office: Umiya Emporium, 97-99, 2nd and 4th Floor, Adugodi, Tavarekere, Opp. Forum Mall, Hosur Road, Bengaluru,
Karnataka-560029, India. CIN: U52590KA2016PLC086582, E: support@wakefit.co | M: +91 98833 33123

6. Roles and Responsibilities

6.1 Risk Management Committee:

The RMC is responsible:

6.1.1 To formulate a detailed risk management policy which shall include:

- A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
- Measures for risk mitigation including systems and processes for internal control of identified risks.
- Business continuity plan.

6.1.2 To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

6.1.3 To monitor and oversee implementation of the Policy, including evaluating the adequacy of risk management systems;

6.1.4 To periodically review the Policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

6.1.5 To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

6.1.6 The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

6.1.7 To monitor and oversee implementation of the cyber security measures.

6.1.8 To define the risk strategy, key areas of focus and risk appetite for the Company.

The Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

6.2 Board of Directors:

The Board of Directors of the Company are responsible for:

- Reviewing the implementation of this Policy.
- Ensuring that appropriate systems of controls are in place for risk management.
- Offer periodic advice on risk appetite and risk tolerance.

6.3 Risk Owner:

The risk owner is responsible for, and shall own, the assigned risks impacting the Company. The responsibilities include management of key risks and identification of any emerging risks impacting the organization.

6.4 Audit Committee:

The Audit Committee shall evaluate the risk management system implemented and comment on the adequacy and effectiveness of risk management of the company.

7. Risk Management Methodology

Risk management process includes four activities: Risk Identification, Risk Prioritization, Risk Treatment and Reporting. Achieving strategic objectives by proactively managing the risks shall be the responsibility of the Company's Management at all levels. Risk management shall be embedded into day-to-day decision making of every function of the Company.

It is necessary that Risks are assessed after taking into account the existing controls, so as to ascertain the current level of Risk. Based on the above assessments, each of the Risks can be categorized as – low, medium and high.

People at different levels shall identify and manage the risks within their purview. Identification of risks and escalation to the appropriate decision-makers shall be actively encouraged, with various forums provided to facilitate such discussions.

Functions across operations, strategy and business enabling functions shall be included to put up processes in place by the Company to duly enable identification and assessment of top-down and bottom-up risks.

8. Reporting

8.1 The RMC to meet at least twice in a financial year to review progress on risk mitigation plans.

8.2 Annual reporting to the Board of Directors on top risks identified along with mitigation plans.

9. Amendments / limitation

In the event of any conflict between the Companies Act, 2013 or the SEBI Listing Regulations or any other statutory enactments and the provisions of this Policy, the Regulations shall prevail over this Policy and the provisions in the Policy would be modified in due course to make it consistent with law. Any subsequent amendment/modification in the SEBI Listing Regulations, in this regard shall automatically apply to this Policy.

10. Communication of this Policy

This Policy shall be posted on the website of the Company.

Wakefit Innovations Limited (formerly known as Wakefit Innovations Private Limited),
Registered Office: Umiya Emporium, 97-99, 2nd and 4th Floor, Adugodi, Tavarekere, Opp. Forum Mall, Hosur Road, Bengaluru,
Karnataka-560029, India. CIN: U52590KA2016PLC086582, E: support@wakefit.co | M: +91 98833 33123