

Risk Management Policy
of
Ironwood Education Limited

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A. OVERVIEW

Ironwood Education Limited (the Company) considers risk to be any event or action with the potential to interfere with or prevent the Company from achieving its goals and objectives.

The Board considers it important to establish a system of risk management and internal compliance and control in order to:

1. achieve the Company's objectives and goals;
2. safeguard to assets and interests of the Company and its stakeholders; and
3. ensure the accuracy and integrity of external reporting.

B. RISK MANAGEMENT SYSTEM

1. Delegated Responsibility

The Board is responsible for overseeing the establishment and implementation of an effective risk management system and reviewing and monitoring the Company's application of that system.

Implementation of the risk management system and day-to-day management of risk is the responsibility of the Managing Director/Executive Director, with the assistance of senior management as required. The Managing/Executive Director is responsible for reporting directly to the Board on all matters associated with risk management.

The effective management of risk is the responsibility of all managers, staff and others engaged to act on behalf of the Company.

2. Internal Compliance and Controls

In addition to the risk management framework, the Company has an internal compliance and control system based on the following:

- An internal audit program;
- A financial reporting control system which aims to ensure that financial reporting is both accurate and timely.

The Company has a number of control processes in place to help ensure that the information presented to senior management and the Board is both accurate and timely. The control processes include, among other things:

- Planned review by internal auditors reviewing the effectiveness of internal processes, procedures and controls;
- Annual audit and quarterly review by the Company's statutory auditor.

3. Process

The Managing/Executive Director has responsibility for identifying, assessing, treating and monitoring risks.

The Managing Director/Executive is required to report on the progress of risk management on a regular basis.

In fulfilling his duties of risk management, the Managing/Executive Director may have unrestricted access to company employees, contractors and records and may obtain independent expert advice on any matter he believes appropriate, with the approval of the Board.

4. Risk Profile

The risk profile of the Company can be categorized as follows:

- Financial;
- Service delivery;
- Brand and Reputation
- Operational;
- Human (Health and Safety);
- Political;
- Economic cycle/marketing; and
- Regulatory and Compliance.

5. Additional Risk Management Policies and Practices

The Company maintains a number of policies and practices designed to manage specific business risks. These include:

- Audit Committee and Audit Committee Charter;
- regular financial reporting;
- clear limits and authorities for expenditure levels;
- procedures for compliance continuous disclosure obligations under the listing regulations and
- procedures to assist with establishing and administering corporate governance systems and disclosure requirements.

6. Continuous Improvement

The Company's risk management system is evolving. This is an on-going process and it is recognised that the level and extent of the risk management system will evolve commensurate with the evolution and growth of the Company's activities.

Risk Management Policy

SUMMARY OF RISK MANAGEMENT POLICY

The Company has established a risk management policy which sets out a framework for a system of risk management and internal compliance and control, whereby the Board delegates day-to-day management of risk to the Managing Director/Executive Director. The Managing Director/Executive Director, with the assistance of senior management as required, has responsibility for identifying, assessing, treating and monitoring risks and reporting to the Board on risk management. The policy also sets out the Company's risk profile.

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