

RADAAN MEDIAWORKS INDIA LIMITED
RISK MANAGEMENT PLAN

1. Introduction & Objective

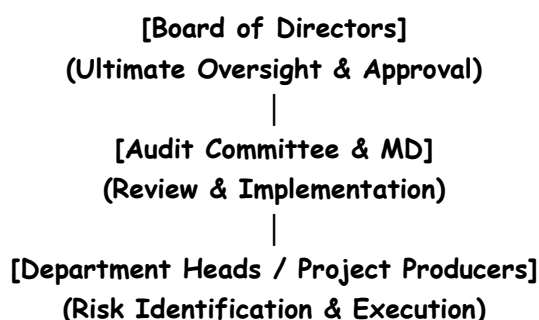
As a listed entity in the dynamic media and television content production sector, the Company faces a unique blend of creative, technological, regulatory, and financial risks.

Pursuant to **Regulation 17(9)(b) of SEBI (LODR) Regulations**, this Risk Management Plan establishes a structured framework to identify, assess, mitigate, and monitor risks that could impact the Company's business continuity, profitability, and reputation.

The primary objective is to protect stakeholder value while fostering creative agility.

2. Risk Governance Structure

Given the small-scale nature of the listed entity, a separate Risk Management Committee under Regulation 21 is not mandatory. Therefore, the governance framework rests directly with the Board:



- **The Board of Directors:** Holds ultimate accountability for framing, implementing, and monitoring this plan.
- **Audit Committee / Managing Director (MD):** Reviews risk registers bi-annually and reports critical exposures to the Board.
- **Operational Leads (Producers, Creative Directors, CFO):** Responsible for identifying risks on the ground (sets, contracts, syndication) and executing mitigation strategies.

3. Core Risk Matrix & Mitigation Strategies

A. Creative & Content Risks

Failure of a high-budget TV show/digital content to achieve targeted Television Rating Points (TRPs) or OTT viewership, leading to premature cancellation or loss of advertising revenue.

- **Mitigation Strategy:**
 - Diversify the content portfolio across multiple genres (e.g., fiction, non-fiction, regional, short-form digital).
 - Conduct extensive pre-production audience testing, pilot focus groups, and data-driven script analysis before greenlighting major projects.

- Secure minimum guarantee (MG) or cost-plus commissioning models with broadcasters/OTT platforms where feasible, rather than relying solely on ad-revenue sharing.

B. Intellectual Property (IP) & Legal Risks

Copyright infringement claims by third parties, loss of IP rights due to poorly drafted contracts with writers/creators, or piracy of produced content.

- **Mitigation Strategy:**
 - **"Work-for-Hire" Agreements:** Ensure airtight legal contracts with all freelance writers, directors, actors, and technicians explicitly assigning all IP rights to the Company in perpetuity.
 - Implement rigorous script-clearance protocols and legal vetting to avoid plagiarism or defamation claims.
 - Deploy Digital Rights Management (DRM) and active anti-piracy tech monitoring for all digital and satellite broadcasts.

C. Digital Disruption & Platform Concentration Risks

Over-dependence on 1 or 2 traditional satellite TV broadcasters, or rapid shifts in consumer preference toward digital streaming (OTT) displacing legacy revenue streams.

- **Mitigation Strategy:**
 - Pivot from a pure "TV Producer" mindset to a platform-agnostic "Content Studio."
 - Actively cultivate co-production and licensing relationships with emerging domestic and global OTT platforms.
 - Monetize archival library content through syndication on YouTube, regional streaming services, and international distribution markets.

D. Financial & Working Capital Management Risks

Delayed payments/receivables from broadcasters or OTT platforms leading to severe cash-flow crunches during active show production cycles.

- **Mitigation Strategy:**
 - Implement a strict credit policy with clients and mandate milestone-based advances before commencing key production schedules (e.g., 30% on signing, 40% during shooting, 30% on delivery).
 - Maintain a dedicated liquidity buffer or pre-approved working capital lines with banks specifically earmarked for ongoing production costs (crew payments, set rentals).
 - Strictly monitor project-wise budget variations on a weekly basis.

E. Operational, Talent, & Health/Safety Risks

Sudden exit of key creative talent (e.g., a lead actor or showrunner mid-season) or accidents/fires on production sets causing shooting halts and liabilities.

- **Mitigation Strategy:**

- Build redundancy into production pipelines by utilizing co-writers or shadow directors who can step in seamlessly.
- Mandatory **Comprehensive Production Insurance** covering set damages, equipment failure, and cast/crew medical emergencies.
- Institute strict physical and fire safety audits across all shooting floors and studios prior to rolling cameras.

4. Cyber Security & Data Privacy Risks

Leakage of unreleased episodes, scripts, or sensitive footage via cyber-attacks or internal data theft.

- **Mitigation Strategy:**

- Enforce strict Role-Based Access Controls (RBAC) on editing servers and post-production cloud spaces.
- Implement watermarking (visible and forensic digital watermarks) on all rough cuts and dailies shared with external partners or broadcasters.
- Mandate Non-Disclosure Agreements (NDAs) and disable USB/external drive access for post-production staff.

5. Monitoring, Reporting, & Review Framework

To ensure this plan remains a dynamic and effective tool, the company will adopt the following routine:

1. **Risk Register:** The CFO and Executive Producers shall maintain a live "Risk Register" tracking active production exposures.
2. **Bi-Annual Review:** The Audit Committee and Managing Director will formally review the Risk Register twice a year.
3. **Board Reporting:** The Board will evaluate the adequacy of the risk management framework at least once a year.
4. **Board's Report Disclosure:** Pursuant to the Companies Act, 2013, the Board's Report will contain a dedicated section stating:

The Company has framed and implemented a robust Risk Management Policy. In the opinion of the Board, there are no risks that currently threaten the existence of the Company; however, operational risks like content performance and capital cycles are regularly monitored.

Amendment:

This policy will be reviewed by the Board of Directors of the Company or by the Audit Committee as they deem necessary. Any change in the Policy shall be approved by the Board of Directors of the Company or its Committee. The Board of Directors or its Committee (as may be authorized by the Board of Directors in this regard) shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board of Directors in this respect shall be final and binding.

Any subsequent amendment/modification in the Companies Act, 2013 or the Rules framed thereunder or the Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.

Approved by: The Board of Directors of Radaan Mediaworks India Limited

Place: Chennai