

CRITERIA FOR MAKING PAYMENT TO NON-EXECUTIVE DIRECTORS

As per Regulation 46 (2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Listed entity shall disseminate following information on the website of the Company:

Extract from the Nomination, Remuneration & Evaluation Policy of the Company for Criteria of making payments to non-executive directors:

Remuneration to Non-executive / Independent Directors:

1. The remuneration payable to each Non-executive Director shall be based on the remuneration structure as determined by the Board and as revised from time to time depending on individual contribution, the Company's performance, and the provisions of the Companies Act, 2013 and the Rules made thereunder.
2. The remuneration to the Non-executive Directors including Independent Director may be paid within the monetary limit approved by the shareholders, subject to the overall limits not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.
3. The Non-executive Directors including Independent Directors shall be entitled to receive sitting fees for every meeting of the Board of Directors or any Committee thereof. The amount of the sitting fee shall be such amount as approved by the Board of Directors as per the provisions of the Companies Act, 2013 and the Rules made thereunder.
4. The Non – executive Directors including Independent Directors shall also be entitled to be reimbursed for the travelling expenses for attending the Board / committee meetings. They shall also be reimbursed for the accommodation expenses maximum for a period of 2 days if all the meetings of the Board and Committee are scheduled in a single day and for 3 days if the meetings are scheduled for 2 consecutive days, and for attending those meetings they are required to stay in a hotel. Alternatively, the Company may make arrangement at its own cost for their stay.
5. The Independent Directors shall not be entitled to any stock options of the Company.
