

CRITERIA FOR REMUNERATION OF NON-EXECUTIVE DIRECTORS

Non-Executive Directors' compensation include payment of a fixed amount as sitting fees for attending the meeting of the Board and Committees thereof and a Commission on the net profits.

SITTING FEES

The Non-Executive Directors, both Independent and Non-Independent are entitled to receive remuneration by way of sitting fees for attending meetings of Board and Sub-Committees of the Board, Independent Directors Meeting and any meetings involving the Board of Directors as may be recommended by the Committee and approved by the Board within the limits prescribed by the Act or the Rules framed thereunder.

COMMISSION

The Non-Executive Directors are also entitled to a Commission on the Net Profits of the Company at a fixed amount approved by the shareholders. The overall commission payable to all the Non-Executive Directors should not exceed the limit as prescribed under the Act and shall be in compliance with the Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

REIMBURSEMENT OF EXPENSES

The Company should reimburse to the Directors, all the travelling and other out of pocket expenses incurred by them in attending the Meetings of the Board, Meetings of Board Committees, Independent Directors Meeting, any meetings involving the Board of Directors and the General Body Meetings.

STOCK OPTIONS

The Company is not offering any stock option to the Non-Executive Directors of the Company.

Policy amended as on 24.01.2025