

Criteria for making payments to Non- Executive Directors

In compliance with the Companies Act, 2013 read with rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, the criteria for making payment to Non-Executive Directors have been framed.

Overall, remuneration should be reflective of the size of the Company, complexity of the sector/industry/Company's operations and the Company's capacity to pay remuneration.

Independent Directors (ID) and Non-Independent Non-Executive Directors may be paid sitting fees (for attending meetings of the Board and of committees of which they may be members) within regulatory limits, on the basis of number of meetings attended by them, subject to review on a periodic basis.

In addition to the sitting fees, the Company may pay to the Directors such fair and reasonable expenditure, as may have been incurred by the Directors while performing his/her role as a Director of the Company. This could include reasonable expenditure incurred by the Directors for attending Board/Committee meetings, general meetings, court convened meetings, meetings with shareholders/creditors/management, induction and training (organised by the company for the Directors) in the furtherance of his/her duties as a Director.