

## CRITERIA OF MAKING PAYMENTS TO NON – EXECUTIVE DIRECTORS

- The aggregate remuneration to be paid to all the Independent and Non-Executive Directors would not exceed 1% of the total net profits of the Company during any Financial Year.

The Company pays sitting fee of Rs. 2500 (Rupees Two Thousand Five Hundred only) for attending each Board Meeting / its Committee meetings for attending the same in-person. Attendance through video-conferencing or by other audio visual means in terms of the Companies Act, 2013 and the Rules made thereunder is also considered as valid presence and qualifies for the payment of above sitting fees.

- The remuneration described above is the gross amount payable per financial year, which is subject to deductions of applicable taxes and any other deductions required, if any by any applicable laws. The Independent Director shall be responsible for the personal taxation. However, the Company will assist him in tax filings if any and compliance requirements in India.
- If the term comes to an end or due to resignation or termination; any amounts due shall be paid on a pro-rata basis.

