

POLICY FOR REMUNERATION

1. OBJECTIVE:

1.1. The objective of this policy is to ensure that:

- 1.1.1. Executive and Non-Executive Directors, Key Managerial personnel (KMPs) and other employees are sufficiently incentivized and motivated for attaining the goals set forth so as to run the Company successfully.
- 1.1.2. Board and key executives' remuneration is aligned with the long-term growth and interest of Company and its shareholders.
- 1.1.3. The level of remuneration of Directors, KMPs and other employees is sufficient to attract and retain personnel and meet appropriate benchmarks.

2. POLICY:

2.1. Policy for Remuneration of Executive Directors

- 2.1.1. Remuneration of Executive Directors shall be fair and reasonable after taking into account the following factors:
 - 2.1.1.1. Level of skill, knowledge and core competence of individual.
 - 2.1.1.2. Functions, duties and responsibilities.
 - 2.1.1.3. Company's performance and achievements.
 - 2.1.1.4. Compensation of peers and industry standard.
- 2.1.2. The Company may if the need arise, strike a balance between the fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goal. The Nomination & Remuneration Committee of Board of Directors shall recommend periodic revision in the remuneration of Executive Directors to the Board and the Board shall fix their remuneration taking into consideration above factors as also ceiling limits prescribed under the Companies Act, 2013 and other statutes. The same shall also be approved by the shareholders where required.

2.2. Policy for remuneration of Non-Executive Directors:

2.2.1. Remuneration of Non-Executive Directors shall comprise of following:

- 2.2.1.1. Fees for attending meetings of the Board as well as Committees of the Board as decided by the Board within the limits prescribed under the Companies Act.
- 2.2.1.2. Commission on the net profits of the Company as decided by the Board within the limits prescribed under the Companies Act, 2013 and rules there under.
- 2.2.1.3. Traveling and other expenses they incur for attending to the Company's affairs, including attending Committee, Board and General meetings of the Company.
- 2.2.1.4. Quantum of commission of each Non-Executive Director shall be determined by the Board annually, taking into consideration their duties & responsibilities, contribution to the Board and Committee affairs and performance evaluation on specific evaluation criteria laid down.

2.3. Policy for remuneration of KMP (Excl. MD) & Other Employees:

- 2.3.1. The authority to structure remuneration for KMP (excl. MD) & other employees and annual revision thereof has been delegated to the Managing Director and Jt. Managing Director of the company, based on above-mentioned objectives, Company performance, individual performance evaluation, recommendations of respective functional heads and other factors having a bearing.
- 2.3.2. If there is any specific regulatory requirement for fixation/revision of remuneration of KMP or any other employee, by the Board or any committee, then the same shall be done in compliance thereof.

3. MONITORING & REVIEW

3.1. The Nomination & Remuneration Committee may monitor, review and amend the Policy from time to time as also whenever necessitated due to amendments in the Companies Act, 2013 and Rules thereunder, SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 or any other Regulations.
