



Criteria of Making Payments to Non-Executive Directors

[Pursuant to Regulation 46 2(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

- a) The key elements of remuneration of Non-executive/ Independent Directors are commission and sitting fees, subject to overall limit as prescribed in the Companies Act, 2013 and Rules made thereunder with the approval of the shareholders, as applicable.
 - b) They shall be covered under the Directors and Officers Liability Insurance (D&O) Policy.
 - c) The Independent Directors shall not be eligible for stock options.
 - d) The commission payable to Non-Executive/ Independent Directors, shall be subject to the approval of the Board and members of the Company from time to time.
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