

REMUNERATION POLICY

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) 2015, The Remuneration Committee is to recommend to the Board a policy relating to the remuneration of the Directors, Key Management Personnel and other employees.

The Policy is as under:

EMPLOYEES

In determining the salaries of employees, including the Managing Director, Executive Directors and Key Management Personnel, other than those who are unionized, the guiding principle will be retaining and rewarding performers. Meritocracy and usefulness to the Company and comparable costs for obtaining similar services from other sources will be given due consideration. A robust appraisal system will be in vogue for the purpose. Remuneration will be fair and equitable and in accordance with applicable laws. Salary of the employees will contain a suitable variable part.

The overall impact of revision in salaries every year will be approved by the Board as part of the year's budget.

NON-EXECUTIVE DIRECTORS

In terms of Section 197(6) of The Companies Act, 2013, a director may be paid remuneration either by way of a monthly payment or at a specified percentage of the net profits of the company or partly by one way and partly by another.

The Directors, other than those in wholtime employment or Managing Director, will be paid commission not exceeding such amount as is allowed in terms of section 197 of The Companies Act, 2013 and approved by the shareholders. The exact amount to be paid to each Director and the time of such payment will be determined by the Board.

EXECUTIVE DIRECTORS

Executive Directors, who are also related parties, by virtue of being a relative of another Director or a key management personnel will be paid remuneration in accordance with Section 188 of The Companies Act, 2013 and the relevant Rules. Shareholders' approval will be sought wherever necessary and the Remuneration Committee will finalise the salaries every year within the prescribed limits. Such Directors, if they are also promoters, will not be entitled to stock option plans.

MANAGING DIRECTOR AND OTHER EXECUTIVE DIRECTORS

The ceiling of remuneration of the Managing Director and Executive Directors, other than non-executive Director, will be determined by the shareholders, if required by law. If such shareholders' approval is not

required, the ceiling will be determined by the Board. The Remuneration Committee will finalise the remuneration every year within the prescribed limits based on market rates and industry standards. Care will be taken to align reward with actual performance.

KEY MANAGEMENT PERSONNEL (KMP)

The yearly remuneration of KMP will be finalized by the Managing Director within the limits / guidelines prescribed by the Board and, if necessary by law, the Remuneration Committee, based on market rates and demand, industry standards, job responsibility and performance.

MANAGERS AND EXECUTIVES

The salaries and periodicity of revision of Managers reporting to the Managing Director will be determined by the Managing Director based on need of the Company and performance, job responsibilities, qualification, experience and location of the employees

OTHER NON-UNIONISED EMPLOYEES

The Head of HR will determine a salary structure and periodicity of revision based on guiding principles in consultation with the Managing Director. Locational aspects will also be kept in view.

UNIONISED STAFF

The salaries and wages of unionized staff/workmen will be based on negotiations under the framework of law keeping in view the business needs, productivity and return to stakeholders.