

Charter of Nomination and Remuneration Committee

The Company has formed “Nomination and Remuneration Committee” in terms of Section 178 of the Companies Act, 2013

The scope/ terms of reference of the Nomination & Remuneration Committee are as follows:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the Directors, key managerial personnel and other employees;
2. While formulating the policy in point (1) above, the Committee shall ensure that :
 - a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
 - b. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c. Remuneration to Directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;
3. Ensure that the policy mentioned in point (i) and (ii) above, are disclosed in the Board’s Report.
4. Formulation of criteria for evaluation of Independent Directors and the Board;
5. Shall carry out evaluation of every Director’s performance.
6. Devising a policy on Board diversity;
7. Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.