

Terms and Conditions of appointment/re-appointment of Independent Directors:-

Independent Directors	V. R. Mehta	M. M. Parpia
Term of Appointment	5 Years from 9 th May, 2023	5 Years from 4 th July, 2023
Name of the Committee in which nominated as a Member	A) Audit Committee; B) Nomination and Remuneration Committee; C) Corporate Social Responsibility Committee	A) Audit Committee; B) Nomination and Remuneration Committee;
Role and Functions	<ul style="list-style-type: none"> ➤ To bring an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct including Board best practice, in functioning of the Board and the Committees of the Board; ➤ To moderate and arbitrate in the interest of the company as a whole, in situations of conflict between management and shareholder's interest. 	<ul style="list-style-type: none"> ➤ To bring an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct including Board best practice, in functioning of the Board and the Committees of the Board; ➤ To moderate and arbitrate in the interest of the company as a whole, in situations of conflict between management and shareholder's interest.
Duties	<ul style="list-style-type: none"> ➤ To follow the duties as specified in the applicable laws, the Company's policies and the Articles of Association, the Companies Act, 2013; ➤ To follow the "Code for Independent Directors" as specified under Schedule IV of the Companies Act, 2013; ➤ To promptly inform the Company about changes, if any, in disclosure of interest and declarations furnished by you to the Company; ➤ To apply the highest standards of confidentiality, and not disclose to any person or company, any confidential information concerning the Company and any Group Companies with which you come into contact by virtue of your position as a Director, except as permitted by law or with prior clearance from the Chairman. 	<ul style="list-style-type: none"> ➤ To follow the duties as specified in the applicable laws, the Company's policies and the Articles of Association, the Companies Act, 2013; ➤ To follow the "Code for Independent Directors" as specified under Schedule IV of the Companies Act, 2013; ➤ To promptly inform the Company about changes, if any, in disclosure of interest and declarations furnished by you to the Company; ➤ To apply the highest standards of confidentiality, and not disclose to any person or company, any confidential information concerning the Company and any Group Companies with which you come into contact by virtue of your position as a Director, except as permitted by law or with prior clearance from the Chairman.

Fees	<ul style="list-style-type: none"> ➤ Rs. 50,000 per meeting in case of Board Meetings ➤ Rs. 25,000 per meeting in case of Committee Meetings 	<ul style="list-style-type: none"> ➤ Rs. 50,000 per meeting in case of Board Meetings ➤ Rs. 25,000 per meeting in case of Committee Meetings
General	<p>The Independent Directors appointment, remuneration, professional conduct, role, functions and duties shall be governed by the Companies Act, 2013 and the Rules made thereunder, as amended from time to time.</p>	<p>The Independent Directors appointment, remuneration, professional conduct, role, functions and duties shall be governed by the Companies Act, 2013 and the Rules made thereunder, as amended from time to time.</p>