

NOMINATION AND REMUNERATION POLICY

The Company has adopted the **Nomination and Remuneration Policy** in accordance with the applicable provisions of the **Companies Act, 2013**, particularly **Section 178**, and the rules made thereunder.

The Company's Policy provides a structured framework for matters relating to the **appointment, qualification, remuneration and performance evaluation of Directors, Key Managerial Personnel and Senior Management Personnel**.

Key Objectives

The Company is committed to:

- Establishing appropriate criteria for the identification, appointment and selection of Directors, Key Managerial Personnel and Senior Management.
- Ensuring that appointments are made on the basis of appropriate qualifications, positive attributes, experience, expertise, integrity and other relevant criteria.
- Providing an appropriate remuneration framework for Directors, Key Managerial Personnel and Senior Management, subject to applicable statutory requirements.
- Establishing appropriate criteria and processes for the performance evaluation of Directors, the Board and its Committees, as applicable.
- Ensuring that remuneration is aligned with the Company's objectives, responsibilities, performance and applicable legal requirements.
- Promoting diversity of skills, experience, knowledge and other relevant attributes in the composition of the Board, wherever applicable.
- Ensuring that the Company's appointment and remuneration framework remains consistent with its governance standards and applicable laws.

Role of the Nomination and Remuneration Committee

The Company's **Nomination and Remuneration Committee** shall discharge such functions and responsibilities as prescribed under the Companies Act, 2013 and applicable rules and regulations.

The Committee shall identify persons who are qualified to become Directors and who may be appointed in Senior Management, recommend their appointment and removal to the Board, evaluate the performance of Directors and recommend remuneration in accordance with the applicable statutory framework.

The Committee shall also consider such other matters as may be assigned to it by the Board from time to time.

Performance Evaluation

The Company provides for an appropriate mechanism for evaluation of the performance of the **Board, its Committees and individual Directors**, as applicable under the Companies Act, 2013.

The Company considers the performance evaluation process an important part of effective governance, accountability and continuous improvement in the functioning of the Board and its Committees.

Remuneration

The Company determines the remuneration of Directors, Key Managerial Personnel and Senior Management in accordance with the applicable provisions of the **Companies Act, 2013**, the Company's Articles of Association and other applicable regulatory requirements.

The Company's remuneration framework takes into consideration the responsibilities attached to the position, qualifications, experience, performance and other relevant factors, while ensuring compliance with applicable statutory limits and approvals.

Policy Review

The Company reviews and amends the Policy from time to time to ensure that it remains consistent with amendments to the **Companies Act, 2013** and other applicable laws and regulatory requirements.