

**NOMINATION & REMUNERATION COMMITTEE**

In accordance with the provisions of the listing agreement with stock exchanges, a Committee was constituted namely, “Remuneration Committee”. As per the provisions of Section 178 of the Companies Act, 2013 (the “Act”), every listed Company has to now constitute a committee which will be named as “Nomination & Remuneration Committee”.

The Company has duly re-named the “Remuneration Committee” as the “Nomination & Remuneration Committee” (hereinafter referred as “the Committee”).

The Committee comprises:

<b>Name of Member</b>	<b>Category</b>	<b>Designation</b>
Mr. Suresh Chander Kapur	Independent Director, Non-Executive	Chairman
Mr. Brijinder Bhushan Deora	Promoter Director, Non - Executive	Member
Mr. Sandeep Chandra	Independent Director, Non-Executive	Member

The Company Secretary is the Secretary to the Committee.

The Committee reports to the Board.

The terms of reference of the Committee are to lay out and implement the policy on remuneration packages for Executive Directors and Senior Management personnel.

The Committee while deciding the remuneration package would take into consideration the following:

- employment scenario,
- remuneration packages prevailing in the industry,
- remuneration package of managerial talent of other industries, and
- variable pay linked to performance of the Company in general and individual’s performance measured against specific Key Result Areas, which are aligned to the Company’s objectives.