

## **REMUNERATION COMMITTEE**

The Remuneration Committee meets as and when necessary and is responsible for making decisions on Directors' and key management's remuneration packages.

The Remuneration Committee reviews the performance of the Executive Directors and makes recommendations to the Board on matters relating to their remuneration and terms of service. The Remuneration Committee also makes recommendations to the Board on proposals for granting of Options and other equity incentives pursuant to any employee share scheme or equity incentive plans in operation from time to time.

The Remuneration Committee seeks to provide the remuneration packages necessary to attract, retain and motivate Executive Directors of the quality required to manage the business of the Group. In establishing the level of remuneration of each director, the Committee seeks to avoid paying more than is necessary and has regard to packages offered by similar companies. Consistent with this policy, the benefits packages awarded to Executive Directors comprise a mix of performance and non-performance elements.

The members of the Remuneration Committee are as follows:

<b>Sr. No.</b>	<b>Members</b>	<b>Capacity</b>
1	Shishir Kumar Poddar - Chairman and Managing Director	Member
2	Christiano St. John-Dennis - Non Executive Director	Member
3	Rajesh Kedia - Non Executive Directors	Member