



## **PRICOL LIMITED**

### **CRITERIA FOR MAKING PAYMENT TO NON-EXECUTIVE DIRECTORS**

Non-Executive Directors may be remunerated by way of following:

#### **1. Sitting fee**

Sitting fee for a Non-Executive Director per Meeting will be as decided by the Board from time to time, with a maximum limit of Rs. 1,00,000 per meeting or such amount as may be specified by the Central Government.

The sitting fee will be paid based on the attendance to the Board Meeting, Audit Committee Meeting and other Committee meetings.

#### **2. Commission:**

Commission may be paid to the Non-Executive Directors within the overall limit approved by the shareholders and as decided by the Board from time to time, subject to the limit not exceeding 1% of the profit as calculated under section 198 of the Companies Act, 2013

Commission will be paid to a Non-Executive Director based on the attendance to the Board Meeting, Audit Committee Meeting and other Committee meetings.

Non-Executive Directors are not eligible for Salary, Bonus, Stock option, Performance linked incentives.

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