

POOJAWESTERN METALIKS LIMITED

CRITERIA OF MAKING PAYMENT TO NON-EXECUTIVE DIRECTORS

Remuneration to Non- Executive / Independent Director:

a) Remuneration / Commission:

The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of

Association of the Company and the Companies Act, 2013 and the rules made thereunder.

b) Sitting Fees:

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings

of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. One lakh per

meeting of the Board or Committee or such amount as may be prescribed by the Central Government from

time to time.

The Independent Director shall be entitled to reimbursement of expenses for participation in the Board and

other meeting.

c) Commission:

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not

exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies

Act, 2013.

d) Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.