

Nomination and Remuneration Committee

Our Company has constituted a Nomination and Remuneration Committee (“**Nomination and Remuneration Committee**”) in accordance with section 178 of Companies Act, 2013 and the SEBI Listing Regulations. The Nomination and Remuneration Committee was constituted *vide* resolution passed at the meeting of the Board of Directors held on January 5, 2016.

The Nomination and Remuneration Committee comprises the following Directors:

Name of Director	Designation	Nature of Directorship
Mr. Amit Jain	Chairman	Non-executive Independent Director
Mr. Balkishan Agarwal	Member	Non-executive Independent Director
Mrs. Anupa Khemani	Member	Non-executive Director

The Company Secretary and Compliance Officer of our Company would act as the Secretary to the Nomination and Remuneration Committee.

The terms of reference of the Nomination and Remuneration Committee are:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to our Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of Independent Directors and our Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.