



Framework for Separate Meeting of Independent Directors

As required by the provisions of Schedule IV to the Companies Act, 2013 and the provisions of Clause 49 of the Listing Agreement, a 'Framework for Separate Meeting of Independent Directors' is as follows: -

The Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of Non-independent Directors and members of the management.

Chairman shall be elected by Independent Directors among themselves.

The meeting shall:

- (a) review the performance of Non-independent Directors and the Board as a whole;
- (b) review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-executive Directors;
- (c) assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

This meeting could be held prior or after the Board Meeting.

The Independent Directors are free to call such meeting at any point of time, as desired.
