



Nirlon Limited

Criteria of making payments to Non-Executive Directors (including Independent Directors)

The Company is paying sitting fees to Independent Directors ("**ID**") and Non-Executive Directors ("**NEDs**") for attending the meetings of the Board and of committees of which they may be members. The presently the Company is paying sitting fees of Rs.1,00,000/- for attending meetings of the Board and/or Committees thereof.

The payment of the Sitting fees will be within the parameters prescribed by law, and any revision of the same will be subject to the recommendation by the Nomination and Remuneration Committee ("**NRC**") and approval by the Board.

In addition to the sitting fees, the Company may pay to any Director such fair and reasonable expenditure, as may have been incurred by the Director while performing his/her role as a Director of the Company. This could include reasonable expenditure incurred by the Director for attending Board/Board committee meetings, general meetings, court convened meetings, meetings with shareholders/creditors/ management, site visits, induction and training (organized by the Company for Directors) and in obtaining professional advice from independent advisors in the furtherance of his/her duties as a director.