

J. TAPARIA PROJECTS LIMITED

CRITERIA FOR MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS

The Non-Executive Directors may be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board / Committee meetings and commission as detailed hereunder:

1. Independent Directors ("ID") / Non-Independent Non- Executive Directors ("NED") may be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by them, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
2. Independent Directors ("ID") / Non-Independent Non- Executive Directors ("NED") will also be entitled to receive commission on an annual basis, of such sum as may be approved by the Board on the recommendation of the Nomination and Remuneration Committee.
3. In determining the quantum of commission payable to the Directors, the Nomination and Remuneration Committee shall make its recommendation after taking into consideration the overall performance of the Company and the onerous responsibilities required to be shouldered by the Director. The total commission payable to the Directors shall not exceed 1% of the net profit of the Company.
4. NEDs may be paid/reimbursed for travel, boarding and lodging and incidental and /or actual out of pocket expenses incurred by such member for attending Board/Committee Meetings.

For J. Taparia Projects Limited

Sd/-

Sarvesh Manmohan Agrawal

Managing Director

DIN: 08766623

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