

SWASTIKA INVESTMART LIMITED

Criteria for making payment to Non- Executive Directors

Non Executive Directors are crucial part for the Board of any Company. They devote their valuable time in deliberating in the course of the Board and Committee meetings and give their advice to the management of the Company from time to time.

With the changes in Corporate Governance norms, the role of Non-Executive Directors (NED) and the degree and quality of their engagement with the Board and the Company has also changed over a period of time.

Under the Regulation 34(3) and Schedule V of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, Every company is require to publish its criteria of making payments to NEDs in its website and annual report.

Following are the criteria of making payments to Non-Executive Directors.

- **Sitting Fee:**

Independent Directors of the Company shall receive sitting fees for attending the meetings of the Board.

- **Commission:**

No remuneration are paid to NED's of Company by way of commission.

- **Payment to Independent Directors:**

An Independent Director shall not be entitled to any stock option and for reimbursement of expenses for participation in meetings of the Board.

The above criteria and policy are subject to review by the Nomination & Remuneration Committee and the Board of Directors of the Company.
