

Companies Act, 2013 read with schedule V of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Payment or benefit to Directors of our Company

Details of the sitting fees or other remuneration paid to our Directors in Financial Year 2023 and Financial Year 2024 are set forth below.

Remuneration to our Executive Director

Details of the remuneration paid to our Managing Director and Chief Executive Officer, and Whole-Time Director and Executive Vice Chairman in Financial Year 2023 are set forth below:

S. No.	Name of executive Director	Remuneration (₹ in million)
1.	Deo Shankar Tripathi	25.1
2.	Rishi Anand	20.3*

* Rishi Anand was appointed as the Managing Director and Chief Executive Officer of our Company with effect from January 3, 2023. Accordingly, his total compensation for the Financial Year 2023 includes ₹4.0 million paid in the capacity of the Managing Director and Chief Executive Officer and ₹ 16.3 million paid in the capacity of Chief Operation Officer – Business Development of our Company.

Details of the remuneration that our Managing Director and Chief Executive Officer, and Whole-Time Director and Executive Vice Chairman are entitled to in Financial Year 2024 are set forth below:

S. No.	Name of executive Director	Remuneration (₹ in million)
1.	Deo Shankar Tripathi	33.1
2.	Rishi Anand	30.4

Remuneration to our Non-Executive Directors

(a) Independent Directors

Pursuant to our Board resolution dated April 24, 2018, each Independent Directors are entitled to receive remuneration by way of sitting fees of ₹ 35,000 per sitting for every meeting of the Board and ₹ 35,000 per sitting for every meeting of the committees of our Board, within the limits prescribed under the Companies Act, and the rules made thereunder.

Details of the remuneration paid to the Independent Directors of our Company in the Financial Year 2023 are set forth below:

S. No.	Name of Independent Director	Number of meetings attended	Sitting Fees (₹ in million)	Commission (₹ in million)	Total Remuneration (₹ in million)
1.	Om Prakash Bhatt	28.0	1.0	9.2	10.2
2.	Nivedita Haran	24.0	0.8	0.7	1.5
3.	Sharmila A. Karve	28.0	1.0	1.6	2.6

Details of the remuneration that the Independent Directors of our Company are entitled to in the Financial Year 2024 are set forth below:

S. No.	Name of Independent Director	Sitting Fees (₹ in million)	Commission (₹ in million)	Total Remuneration (₹ in million)
4.	Om Prakash Bhatt	1.0	9.0	10.0
5.	Nivedita Haran	1.0	0.8	1.8
6.	Sharmila A. Karve	1.0	1.5	2.5

(b) Non-Executive (Nominee) Directors

The Non-Executive (Nominee) Directors are not entitled to receive any sitting fees for attending meetings of the Board and its Committees.

Bonus or Profit-sharing plan of the Directors

Other than our Independent Directors, who receive commission based upon the performance of our Company, none of our Directors are party to any bonus or profit-sharing plan of our Company. For details of commission paid to our Independent Directors in the Financial Year 2023 and Financial Year 2024, see “- Remuneration to our Non-Executive Directors” on page 201.