

**Fixed Component / Performance Linked Incentive / Criteria**

Performance related Bonus is payable to the Managing Director only as per the terms of Contract entered into between the Company and the Managing Director.

**Service Contract / Notice Period / Severance Fees**

- a The Contract of Service entered into by the Company with Mr. Venu Nuguri, Managing Director and Chief Executive Officer, provides that the Company and the Managing Director shall be entitled to terminate the agreement by giving six months' notice in writing on either side.
- b No severance fee is payable by the Company to the Managing Director on termination of the agreement.

**Stock Option**

The Company does not have stock option scheme therefore the same is not applicable. No Director holds any Equity shares of the Company. None of the Non-Executive Directors have any pecuniary relationship or transactions with the Company.

**Performance Evaluation of Directors**

The performance Evaluation of Directors as required under the Companies Act, 2013 and SEBI LODR for FY 2020 was undertaken during FY 2021.

**6. Stakeholders Relationship Committee**

The said Committee has been authorized to approve the transfer / transmission / transposition / demat / remat of shares/ deletion of name and issue of duplicate share certificates and taking note of Members' grievances.

Following are the terms of reference of the Stakeholders Relationship Committee:

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer / transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company.

The Stakeholders Relationship Committee shall discharge such other role / function as prescribed by the Board of Directors and / or envisaged under Regulation 20 read with Part D of Schedule II of the Listing Regulations and the provisions of Section 178 of the Act.

In order to expedite the process, the Board of Directors has also delegated the authority to the Company Secretary to approve the transfer / transmission / transposition of shares / remat / demat / deletion of name, issue of duplicate shares requests as and when required from time to time.

3 meetings were held during this financial year on February 27, 2020, August 12, 2020 and November 10, 2020.

The Committee is chaired by Ms. Nishi Vasudeva – Independent Director. Mr. Poovanna Ammatanda, Company Secretary and Compliance Officer is the Secretary to the Committee.

The composition of Stakeholders Relationship Committee as at December 31, 2020 and attendance of members at the meetings held during the financial year 2020 were as follows :