

## REMUNERATION POLICY

The following are the remuneration policies for the Director's, Key Managerial Personnel and other employees:

- a. introduction - Organic Coatings Limited recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. The company has therefore formulated the remuneration policy for its directors, key personnel and other employees keeping in view the following objectives.
  - i. ensuring that the level and compensation of remuneration is reasonable and sufficient to attract, retain and motivate to run the company successfully.
  - ii. ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
- b. Policy -
  - i. The Board on the recommendation of Nomination & Remuneration Committee (NRC) shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.
  - ii. The Board on the recommendation of NRC shall also review and approve the remuneration payable to the Key Managerial Personnel
  - iii. **The remuneration structure to the Executive Directors and Key Managerial Personnel shall include the following:**
    - a) Basic pay
    - b) Perquisites and allowance
    - c) Retiral benefits
    - d) Bonus

### **iv. Remuneration to Non-Executive Directors**

The Board on the recommendation of NRC shall review and approve the remuneration payable to the Non-Executive Directors of the Company.

The Non-Executive Directors shall be entitled to sitting fees for attending the meetings of the Board and the Committees thereof.

### **v) Remuneration to other employees**

Employees are assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skills sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

