

YEDESHI AURANGABAD TOLLWAY LIMITED

REMUNERATION POLICY

The annual performance and remuneration review of the employees of the Manager Group Members will be done once every year.

The review of remuneration will be undertaken on the basis of the following criteria:

- Performance of the employee;
- Performance of the team to which such employee belongs;
- Overall performance of the Manager Group Member; and
- Prevailing business environment and requirement of manpower for future projects.

Remuneration to Director/s, Key Managerial Personnel and Senior Management

The Remuneration/ Compensation/ Commission etc. to be paid to Director/s and Key Managerial Personnel, if any, shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The remuneration including incentives to Senior Management shall be in accordance with the Company's policy. A performance appraisal be carried out annually and promotions or incentives or increment will be based on performance and the Company's Policy.

Remuneration to Non- Executive / Independent Director

The Non-Executive Independent Director may receive remuneration / compensation / commission as per the provisions of the Companies Act, 2013 & Rules made thereunder. The amount of sitting fees for attending Board and Committee meetings shall be fixed by Board of Directors, from time to time, subject to ceiling/ limits as provided under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.