

**GEMINI EDIBLES & FATS INDIA LIMITED**

**CRITERIA FOR MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS**

The independent directors and non-executive directors will be paid sitting fees, commission (if any), and reimbursement of out of pocket expenses on actual basis incurred for attending the meetings of the board of directors of the Company and its committees.

Nominee directors who are nominees of the holding company and categorized as non-executive directors will not be paid any sitting fees and commission.

Quantum of sitting fees will be reviewed on a periodical basis by the board of directors of the Company.

The sitting fees and commission paid to independent directors and non-executive directors will be within the limits specified under the Companies Act, 2013.

The aggregate commission payable to all the independent directors and non-executive Directors will be based on Company's performance, profits and attendance and time spent in the board and committee meetings, individual contributions at the meetings, etc., as may be decided by the board of directors of the Company.

**For Gemini Edibles & Fats India Limited**



**Pradeep Kumar Chowdhry**  
**Managing Director**  
**DIN: 01154121**