

**Annexure A**

Remuneration etc. (Yearly)	Existing	Proposed	Reasons for Change
(1)	(2)	(3)	(4)
Remuneration:			Based on Performance Review
1. Basic Salary	92,00,000	92,00,000	
2. Dearness Allowance	-	-	
3. House rent allowance	46,00,000	46,00,000	
4. Conveyance allowance	-	-	
5. Entertainment allowance	-	-	
6. Other allowances, if any (please specify) -Special Allowance	68,33,122	1,28,23,480	
-Leave Travel Allowance (LTA)	1,00,000	1,00,000	
-Driver Salary*	1,81,200	3,00,000*	
Perquisites (Upto mentioned amount) :			
1. Free furnished house - Company Lease Accommodation related expenses and reimbursement for Utilities like electricity bills for Company Lease accommodation	-	-	
2. Free use insurance company's car for	-	-	
(i) Official purposes	-	12,50,000**	
(ii) For private purposes on compensating the company with suitable amount	-		
3. Provident Fund Gratuity	11,04,000 7,66,360	11,04,000 4,42,520	
4. Traveling and Halting Allowance			
5. Medical benefits	1,80,000	1,80,000	
6. Other benefits, if any (please specify):			
Bonus			
1. Performance Bonus Long Term Incentive	92,00,000^	1,00,00,000#	
2. Annual Bonus Short Term Incentive	92,00,000@	1,00,00,000\$	
3. Employee Stock Options	-	-	
Any other incentive (Retention Bonus, payable in September 2020)	37,00,000	-	

**Note:**

^Payable post AGM in 3 equal instalments in Aug/Sep 2020,2021, 2022. The above is payable based on 3 (three) years business performance and parameters mutually agreed upon and Mr. Arora not resigning as on the payment date. 1<sup>st</sup> and 2<sup>nd</sup> instalment payout is based on 1 (one) year and 2 (two) year performance respectively. The 3<sup>rd</sup> instalment is payable for all 3 (three) years business performance.

@ Payable post AGM of the Company held in 2020 (in August); not later than 30.09.2020.

**Benefits:** Insurance, GTL, GMC (self and Family), GPA, Life insurance for self; mobile phone, laptop: Provided by Company; fuel reimbursed on actuals; flexi Comp Structure as per policy.

**\*Driver Salary:** Reimbursable, as per company car policy

**\*\* Company Car Policy:** Car value of Rs 50 lacs over 4 years, as per the Company's Car Policy. Tax and other Benefits will be as per the policy. In case car policy is not availed or availed during the year, an amount of Rs 12,50,000/- per annum will be added to the Special Allowance (pro-rated or full, depending on if and when the car policy commences)

**#Long term incentive:** Payable in 3 (three) equal instalment – in Aug/Sept 2021; 2<sup>nd</sup> Instalment in Aug/Sept – 2022; and 3<sup>rd</sup> Instalment – Aug/Sept 2023.

The above is payable based on 3 (three) years business performance and parameters mutually agreed upon and Mr. Arora not resigning as on the payment date. 1<sup>st</sup> instalment and 2<sup>nd</sup> instalment payout is based on 1 (one) year and 2 (two) year performance respectively. The 3<sup>rd</sup> instalment is payable for all 3 (three) years business performance. These are for the above performance periods.

**§Short Term Incentive:** Payable post AGM of the Company to be held in 2021 in August; not later than 30.09.2021. The payout is subject to favourable business performance and performance parameters agreed upon and Mr. Arora not resigning as on payment date.