

Criteria of making payments to non-executive Directors

The Company's Director Remuneration Policy as considered and recommended by the Nomination Committee and approved by the board is as follows:

- A) The non-executive & non Independent Directors as well as non-executive Chairman will not be entitled to any remuneration except for Director sitting fees.
- B) Independent Directors will enjoy benefits as spelled out in their appointment letters copy of which are available on the companies website as Draft Appointment Letter -Independent Directors at <http://ngind.com/docs/Draft Appointment Letter-Independent Directors.pdf>

All non-executive/Independent Directors will be entitled to reimbursement of expenses for attending board/committee meetings, official visits and participation in various forums on behalf of the Company.

The details of remuneration paid to the Directors for Financial year 2014-2015 are mentioned below:- During the year however no commission has been paid to executive Director.

Name of Director	Sitting fee	Salary & Perks	Total
Mr.Ashok Kumar Goenka – Chairperson/Non-Executive/ Non-Independent director	28000	N.A	28000
Mr.Jagdish Chand Kumbhat – Non-Executive/Independent director	24000	N.A	24000
Mr.Rajkumar Bajoria – Non-Executive/Independent director	24000	N.A	24000
Mr.Rajesh Goenka Executive/Non-Independent director	N.A	1008000	1008000
Dr.Subash Ravalnath Kamath– Non-Executive/Independent director	24000	N.A	24000
Mr.Vinod Kumar Singhi – Non-Executive/Independent director	24000	N.A	24000
Ms.Neha Goenka – Non-Executive/Non-Independent director	N.A	N.A	N.A

The Company does not have any stock option scheme.

Ms.Neha Goenka has been appointed from 16th March, 2015 as an additional Director.