

HARIYANA SHIP-BREAKERS LIMITED
CRITERIA FOR MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS

The Nomination and Remuneration Committee (NRC) shall decide the basis for determining the compensation, both Fixed and variable, to the Non Executive Directors, including Independent Directors, whether as commission or otherwise.

The Nomination and Remuneration Committee (NRC) shall take into account the following criteria for making payment to Non-Executive Directors:-

1. Qualification, Background and Experience of each individual;
2. Performance of the Company;
3. Inputs to executive management on matters of strategic importance and active participation in strategic decision making;
4. Responsibilities undertaken, such as membership or Chairmanship of Committees;
5. Time spent in carrying out their duties.