

BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED

Reg Off: 11/12, Sector E, Sanwer Road, Indore (M.P.) CIN: L24233MP1985PLC002709

Criteria for making payment to Non- Executive Directors

Non Executive Directors are crucial part for the Board of any Company. They devote their valuable time in deliberating in the course of the Board and Committee meetings and give their advice to the management of the Company from time to time

With the changes in Corporate Governance norms, the role of Non-Executive Directors (NED) and the degree and quality of their engagement with the Board and the Company has also changed over a period of time.

Under the Regulation 34(3) and Schedule V of Listing Obligations and Disclosure Requirements, Regulations,2015 Every company is require to publish its criteria of making payments to NEDs in its website and annual report.

Following are the criteria of making payments to Non-Executive Directors.

- **Sitting Fee:**

No sitting fees are paid to directors of Company for attending the meetings of the Board and committees.

- **Commission:**

No remuneration are paid to NED's of Company by way of commission.

- **Payment to Independent Directors:**

Independent Director of the company do not hold to any stock option and do not receive remuneration by way of Sitting fees ,reimbursement of expenses for participation in meetings of the Board or committee thereof and profit related commission.
