

RTS POWER CORPORATION LIMITED

Registered Office: 56 Netaji Subhas Road , 2nd Floor , Kolkata-700001

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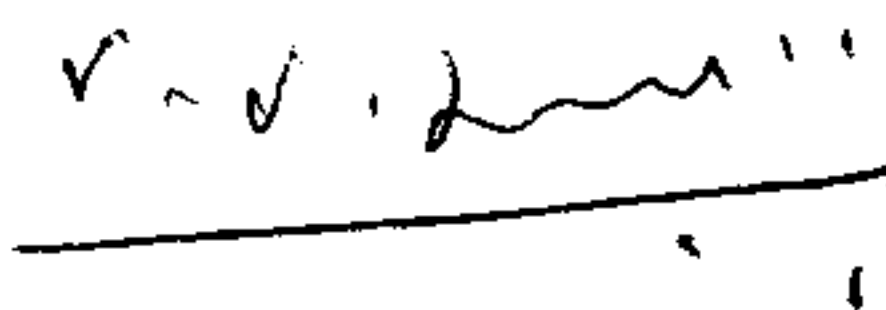
CIN : L17232WB1947PLC016105 Website :www.rtspower.com

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Criteria of making payments to Non-Executive Directors

1. No remuneration is paid to any Non-Executive Director, except to Sri R L Saini, Director who gets Fee of Rs 6 Lacs per annum for rendering consultancy services to the Company on Accounting and Auditing matters in his professional capacity being a Chartered Accountant by profession, which has been approved by the Nomination and Remuneration Committee, Board and Shareholders. The Non-Executive Directors do not get any sitting Fees for attending Meetings of the Board and its Committees.
2. No Stock Option has been granted to any of the Directors. No Equity Share and convertible instrument was held by Non-Executive Directors as on March 31, 2016 except by Sri R.L.Saini who held 160 Equity Shares of Rs 10/- each fully paid up in the Company as on that date.
3. Other than what has been stated above, there has been no pecuniary relationship or transaction of the Non-Executive Directors vis-à-vis the Company.

On behalf of the Board of Directors



Kolkata
Dated :12th August, 2016

(S. S. Jain)
Chairman