

NOMINATION AND REMUNERATION COMMITTEE

[Section 178 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and Regulation 19 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Composition of the Nomination and Remuneration Committee of Board of Directors is:

Mr. Ravindra Singh Singhvi	Director (Category: Non-Executive & Independent)	Chairman
Mr. Satish Wate	Director (Category: Non-Executive & Independent)	Member
Ms. Asha Sampath	Director (Category: Non-Executive & Independent)	Member
Mr. Chandrakant Waikar	Director (Category: Non-Executive & Non-Independent)	Member

The terms of reference of the Committee, inter alia, includes the following:

- (a) identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out an evaluation of every director's performance;
- (b) formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees;
- (c) while formulating the policy under (b) above, ensure that:
 - (i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
 - (ii) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - (iii) Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;
- (d) such other functions/activities as may be assigned/delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015 / Listing Regulations].

SHRADHA REALTY LIMITED

(Formerly Known as Shradha Infraprojects Limited)

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