Indsoya Limited

REMUNERATION POLICY FOR KMPS AND EMPLOYEES

Objective

To establish guidelines for remunerating employees fairly and in keeping with Statutes.

Standards

- All employees, irrespective of contract, are to be remunerated fairly and the remuneration is to be externally competitive and internally equitable. The remuneration will be paid in accordance with the laid down Statutes.

- Remuneration for on-roll employees will include a fixed or guaranteed component payable monthly; and a variable component which is based on performance and paid annually in the month of July following the fiscal.

- The fixed component of remuneration will have a flexible component with a bouquet of allowances to enable an employee to choose the allowances as well as the quantum based on laid down limits as per Company policy. The flexible component can be varied only once annually in the month of July i.e. after the salary increment exercise.

- The variable component of the remuneration will vary from 10% to 25% of the Cost- to-Company (CTC) and will be a function of the employee's grade or as may be decided by Board.

- The actual pay-out of variable component of the remuneration will be a function of individual performance as well as business performance. Business performance is evaluated using a Balanced Score Card (BSC) while individual performance is evaluated on Key Result Areas (KRA). Both the BSC and KRAs are evaluated at the end of the fiscal to arrive at the BSC rating of the business and PPS rating of the individual.

- An annual compensation survey is carried out to ensure that the Company's compensation is externally competitive. Based on the findings of the survey and the business performance, the Board

  decides:

  o The increment that needs to be paid for different performance ratings as well as grades.

  o The increment for promotions and the total maximum increment.

  o The maximum increase in compensation cost in % and absolute.

- Compensation corrections are made in a few cases where it is outside the band or to keep it tune with the market.

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