



CRITERIA OF MAKING PAYMENT TO NON-EXECUTIVE DIRECTORS

The Company follows the following criteria for making payment to Non-Executive Directors

> Sitting Fee:

- a) For attending Board of Directors meeting, sitting fee is paid which is Rs 50000/- Per Meeting.
- b) For attending Board Committee Meeting sitting fess is paid which is Rs 25000/- Per Meeting.

Commission in Lieu of Salary:

Based on the adequacy of Profit Company pays commission in lieu of Salary as approved by Board, which currently is as under

Fixed Commission

- Chairman Rs. 31 Lacs P.A.
- Non-Executive Director Rs. 21 Lacs P.A.

Variable Commission

Non-Executive Directors are also entitled to variable Commission which ranges from 0 to 50% of Fixed Commission.

For Hindustan Zinc Limited

R Pandwal)

Company Secretary

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