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GPT INFRAPROJECTS LIMITED

CRITERIA FOR MAKING PAYMENT TO NON - EXECUTIVE DIRECTORS

Issue Date	Version	Approved By	Circulated By
29.05.2019	3	Board of Directors	Company Secretary

GPT INFRAPROJECTS LIMITED

CRITERIA FOR MAKING PAYMENT TO NON - EXECUTIVE DIRECTORS

There are a total of five Non-Executive Directors in the Company. Four of the Non-Executive Directors draw sitting fee of Rs.40,000/- for attending each Board and Committee Meeting as approved by the Board of Directors at their meeting held on 29th May, 2019. Non-Executive directors are entitled for reimbursement of travelling expenses for attending the Board/Committee meetings.

Mr. S.J. Deb, a Non-Executive Director had requested for voluntary waiver of sitting fees payable to him for attending the Board and Committee Meetings of the Company, which the Board approved in the Board Meeting held on 26th May, 2015.

Mr. Dwarika Prasad Tantia, the Non-Executive Chairman of the Company, draws the said amount of sitting fee for attending the Board and Committee Meetings of the Company and is also entitled to Commission at rate of 1% of net profits of the Company up to 31st March, 2019 as approved by shareholders of the Company at their meeting held on 18th August, 2017 and he will be entitled to the said amount of sitting fees and commission subject to approval of shareholders through special resolution every year. As a Non-Executive Chairman, he is also entitled reimbursement of expenses incurred for performance of his duties.

These are the only criteria for making payment to the Non- Executive Directors of the Company.