GUJARAT INDUSTRIES POWER COMPANY LIMITED P. O.: PETROCHEMICALS – 391 346, DISTRICT VADODARA PHONE NOS: 2232768 / 2232213 / 2230159, FAX NO: (0265) 2230473

Email: csacshah@gipcl.com Website: www.gipcl.com CIN – L99999GJ1985PLC007868.

CRITERIA FOR MAKING PAYMENTS TO NON EXECUTIVE DIRECTORS

As recommended by the Nomination and Remuneration Committee of Directors and approved by the Board of Directors of the Company vide Resolution passed at its Meeting held on 05/08/2014, only the following payments are made to the Directors of the Company, including its Non-Executive Directors:

- 1. Sitting Fees for attending the meeting(s) of the Board or Committee(s) of Directors of Company @ Rs.10,000/- (Rupees Ten Thousand) per Meeting; and
- 2. Reimbursement of travelling, lodging & boarding and incidental expenses.

No other remuneration, except the above is paid to the Directors, including the Non Executive Directors, of the Company.