

UNITECH LIMITED

**POLICY RELATING TO REMUNERATION OF DIRECTORS, KEY
MANAGERIAL PERSONNEL [KMPs] & OTHER EMPLOYEES**
[Pursuant to Regulation 19(4) read with Part D of Schedule II of SEBI (Listing Obligations
and Disclosure Requirements) Regulation 2015]

Unitech is committed to conducting its business based on the highest standards of corporate governance. The Board considers itself as a Trustee of its shareholders and acknowledges its responsibilities towards them for creation and safeguarding their wealth on sustainable basis. To strengthen this commitment, the Company has implemented Policy on remuneration of Directors, KMPs and other employees.

MAJOR POINTS OF POLICY

The Company through its Nomination & Remuneration Committee shall ensure that:

- ❖ composition & quantum of remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMPs and other employees.
- ❖ market rates/ quantum and structures of remuneration as applicable to the comparable organizations in the similar business spheres should be given due consideration.
- ❖ relationship/linkage of remuneration to the performance is clear & meets appropriate performance benchmarks.

- ❖ no director/KMP/ other employees are involved in deciding his or her own remuneration.
- ❖ provisions of legislations applicable, if any, regarding making payment of remuneration are complied with.

CRITERIA DETERMINING REMUNERATION

Following criteria needs to be considered while determining the remuneration of Directors, KMPs and other employees:

- Responsibilities and duties assigned ;
- Time & efforts devoted towards their responsibilities & duties;
- Value addition to the organization;
- Analyzing each and every position and skills for fixing the remuneration yardstick ;
- Any other criteria as may be applicable.

DEVIATION

Whenever, there is any deviation from the Policy, the justification/reasons should also be indicated / disclosed adequately by the Nomination & Remuneration Committee.

REVIEW

The remuneration of Directors, KMPs and other employees shall be reviewed by the Nomination & Remuneration Committee and the Board, from time to time.