SIGMA SUPER WIRES & CABLES

AN ISO 9001: 2015
CERTIFIED COMPANY

JIGAR CABLES LIMITED
Registered & Corporate Office
Plot No. 164/14 & 15, Jamwadi,
GIDC-2, Gondal-360311
Dist. Rajkot, (Gujarat) INDIA
Tel: + 91 2825 221422
Web: www.sigmacab.com
E-Mail: info@sigmacab.com
CIN No.L28999GJ2017PLC095651

CRITERIA OF MAKING PAYMENT TO NON-EXECUTIVE DIRECTORS

With the evolution of corporate governance norms, the role and responsibilities of Non-Executive Directors ("NEDs") and the extent of their engagement with the Board have undergone significant changes. Non-Executive Directors bring an independent perspective to the deliberations and decision-making of the Board, thereby contributing to the overall governance and performance of the Company. Independent Directors also play a vital role in ensuring the independent functioning of the Board. The Criteria is last updated on 06/11/2026.

The criteria for making payments to Non-Executive Directors of the Company are as follows:

1. Sitting Fee & Remuneration:

In accordance with Section 197(5) of the Companies Act, 2013, read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Non-Executive Directors may be paid sitting fees for attending meetings of the Board or Committees thereof, as determined by the Board of Directors, subject to the limits prescribed under the applicable provisions of law.

The sitting fees payable to Independent Directors and Women Directors shall not be less than the sitting fees payable to other Directors, as prescribed under the applicable law.

Any other remuneration payable to Non-Executive Directors, wherever applicable, shall be subject to the provisions of the Companies Act, 2013, the rules made thereunder and other applicable regulatory requirements.

2. Reimbursement of actual expenses incurred:

Non-Executive Directors may be reimbursed for actual and reasonable expenses incurred in connection with attending meetings of the Board or its Committees or while performing duties on behalf of the Company, including travel and other incidental expenses, subject to the applicable policies of the Company.

3. Commission and Other Remuneration

In addition to sitting fees, Non-Executive Directors may be paid commission or other remuneration, wherever applicable, as determined by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, subject to the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.

JIGAR CABLES LIMITED
Registered & Corporate Office
Plot No. 164/14 & 15, Jamwadi,
GIDC-2, Gondal-360311
Dist. Rajkot, (Gujarat) INDIA
Tel: + 91 2825 221422
Web: www.sigmacab.com
E-Mail: info@sigmacab.com
CIN No.L28999GJ2017PLC095651

4. Remuneration of Independent Directors

The remuneration payable to Independent Directors shall be in accordance with Section 149(9) of the Companies Act, 2013, and other applicable provisions. Independent Directors shall not be entitled to stock options and may receive sitting fees, reimbursement of expenses and profit-related commission, as permitted under applicable law.

5. Determination of Sitting Fees

The sitting fees payable to Non-Executive Directors may be determined by the Board of Directors from time to time, taking into consideration the applicable statutory limits, the time and effort required, the responsibilities undertaken and the contribution expected from the Directors, subject to applicable laws and the Company's policies.

6. Review of the Policy

The above criteria shall be reviewed by the Nomination and Remuneration Committee and the Board of Directors of the Company from time to time and amended, wherever necessary, to ensure compliance with applicable laws and regulatory requirements.