



THE HINDUSTAN HOUSING COMPANY LIMITED

Regd. Office : Bajaj Bhavan, 2nd Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400 021.

CIN:- L45200MH1934PLC002346

www.hhclbajaj.com

REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL (KMP) AND OTHER EMPLOYEES OF THE COMPANY

Legal Framework:

Section 178 (3) of the Companies Act, 2013 requires the Company to formulate a Remuneration Policy for Directors, Key Managerial Personnel and other Employees of the Company.

Accordingly based on recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 27th March, 2015 has approved the following Remuneration Policy for Directors, Key Managerial Personnel and other Employees of the Company.

1. Remuneration of Directors:

The Directors of the Company will be remunerated as per the following table:

Sr. No.	Particulars of Remuneration	Total Amount (Rs.)
1.	Independent Directors	
	i. Fee for attending each Board Meeting	10,000
	ii. Fee for attending each Audit Committee Meeting	10,000
	iii. Fee for attending each Nomination & Remuneration Committee Meeting	5,000
	iv. Others, please specify	-
	Total (1)	25,000
2.	Non-Independent Non-Executive Directors	
	i. Fee for attending each Board Meeting	10,000
	ii. Fee for attending each Audit Committee Meeting	10,000
	iii. Fee for attending each Nomination & Remuneration Committee Meeting	5,000
	iv. Others, please specify	-
	Total (2)	25,000

The Directors of the Company will not be paid any salary or commission apart from sitting fees for attending the Board and Committee Meetings of the Company as a member thereof.

The Company does not have any stock option plans and hence such instruments do not form part of the remuneration package.

2. Remuneration of Key Managerial Personnel (KMP):

Remuneration to Key Managerial Personnel i.e., Managing and Whole-time Director, Chief Executive Officer, Chief Financial Officer and the Company Secretary and Senior Management as may be employed /engaged by the Company from time to time will involve a balance between fixed pay and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

The Company may, after taking into account the operational needs of Company, employ the above personnel directly or on deputation from group companies, on such terms and conditions regarding remuneration which will be based on the above factors.

3. Remuneration of Other Employees:

The objective of the policy is directed towards having a compensation philosophy and structure that will reward and retain talent.

The Remuneration to other employees will be such as to ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

The above remuneration policy of the Company is subject to review by the Nomination and Remuneration Committee and the Board of Directors of the Company, from time to time.

For The Hindustan Housing Company Ltd.


(Vinaya Mehrotra)
Chairman
(DIN: 00066955)

Mumbai: 27th March, 2015

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