

**Criteria and Policy in relation to Appointment / Qualification /
Remuneration of Directors, Key Managerial Personnel & Senior
Management Employees and Performance Evaluation of Directors/Board.
(Pursuant to Companies Act and SEBI Regulations)**

**I. Policy for qualifications, appointment and remuneration etc. of Directors,
other KMPs and Senior Management Personnel**

- (i) MOIL being a Government Company, all the directors and CMD in the company are appointed by Govt. of India. Hence, the existing system of appointment, qualifications, remuneration, attributes, diversity and independence of directors as prescribed by Govt. of India from time to time shall prevail.
- (ii) The appointment and other matters in respect of other KMPs (who are not directors) and Senior Management/other employees are governed by MOIL's Recruitment and Promotion Rules and other related manuals as approved by the Board of MOIL. Further, their remuneration is governed by guidelines issued by Deptt. of Public Enterprises (DPE) from time to time. Hence, appointment/remuneration etc. of KMPs and Senior Management Personnel shall be made as per the MOIL's Recruitment and Promotion Rules, related manuals and DPE guidelines.

II. Performance Evaluation of Directors/Committees/Board

Ministry of Corporate Affairs, Govt. of India has given exemption u/s 178 of the Companies Act, 2013 to Govt. Companies from the provisions related to performance evaluation of Directors. As the all the directors and CMD of MOIL are appointed by the Govt. of India, the existing system of performance evaluation, if any, by the Govt. of India in respect directors shall prevail.

III. Limitation

The policy shall be subject to any amendment in the Companies Act, 2013, SEBI Regulation and any other applicable laws / Dept. of Public Enterprises / Govt.'s guidelines.
