

cimmco Limited

Registered Office: Premlata, 4th Floor, 39, Shakespeare Sarani, Kolkata 700 017

Dear Shareholders,

Abstract of appointment pursuant to Section 302 of the Companies Act, 1956 ("the Act") and remuneration of Shri Ram Narayan Tiwari, Director (Works) of the Company

The Board of Directors of the Company at its meeting held on the 30th January, 2013 appointed Shri Ram Narayan Tiwari as Director (Works) of the Company for a term of two years pursuant to the provisions of Section 269 of the Companies Act, 1956 (the Act) read with Schedule XIII thereto subject to approval of the members and if required, Central Government and decided that such appointment shall be effective from the date of receipt of his Director Identification Number (DIN). Accordingly Shri RN Tiwari's appointment as Director (Works) has become effective from February 25, 2013.

Shri RN Tiwari, aged about 62 years is MCOM, LLB, DLL, and has over 42 years of experience in the industry at various levels and has been involved in day to day operations at Bharatpur plant of the Company.

The remuneration payable to Shri Ram Narayan Tiwari pursuant to the provisions of Sections 198 and 309 of the Act, as detailed below has been approved by the Remuneration Committee at its meeting held on the 30th January, 2013 and endorsed/taken on record by the Board.

The abstract of the terms of appointment and remuneration of Shri Ram Narayan Tiwari are furnished below:

Term: 25th February, 2013 to 24th February, 2015 (Two Years)

- A. **Salary:** Rs. 70,000/- (Rupees Seventy Thousand only) per month as Basic Pay
- B. **House Rent Allowance (HRA):** 50% of Basic Pay or furnished accommodation in lieu of HRA
- C. **Special Allowance:** Rs.10,500/- per month
- D. **Medical Allowance:** Rs.6,650/- per month
- E. **Leave Travel Allowance:** One month's Basic Pay per annum.
- F. **Leave Encashment:** One month's Basic Pay per annum as per the Rules of the Company.
- G. **Perquisites/Benefits:**
 - i) Furnished accommodation in lieu of HRA;
 - ii) Reimbursement of Car running expenses for the Company's business: at actual subject to ceiling of Rs.14,000/- per month;
 - iii) Provision of mobile and telephone at residence for official use;
 - iv) Personal Accident Insurance with an annual premium of an amount as per the Rules of the Company;
 - v) Reimbursement of actual entertainment and travelling expenses incurred by him for the Company's business;
 - vi) ESOP in accordance with the policy of the Company for the senior executives, if any;
 - vii) Any other perquisite(s) or benefit(s) to be borne or reimbursed in accordance with the Rules of the Company. The perquisites/benefits shall be valued as per the Income Tax Act, 1961, wherever applicable and shall be limited to his one month's Basic Pay.
- H. He shall not receive any sitting fees for attending meetings of the Board of Directors and/or Committees thereof, as the case may be, of the Company.

Minimum Remuneration

Where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites not exceeding the limits prescribed under Schedule XIII or other provisions of the Act as may be applicable for the time being.

Memorandum of Interest

No other Director except Shri Ram Narayan Tiwari is concerned or interested in the aforesaid appointment and payment of remuneration.

Inspection

A copy of Resolution passed by the Board of Directors at its meeting held on the 30th January, 2013 and Service Agreement are available for inspection by the members at its Registered Office.

By Order of the Board
For Cimmco Limited

Sd/-
Dinankar Ganguly