



EMKAY TOOLS

EMKAY TAPS AND CUTTING TOOLS LTD.

Registered Office & factory Address: B-27 & B-27/1, M.I.D.C. Industrial Area, Hingna Road, Nagpur-440016 (India)
CIN: L29220MH1995PLC091091

August 20, 2019

To,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai-400051

Series: SM
Symbol: **EMKAYTOOLS**

Subject: Updates - Announcement of Event / Information considered material in compliance of Regulation 30 of LODR, 2015

Respected Madam / Sir,

We hereby inform you that Mr. Mahesh Mor (DIN No. 07151767) and Mr. Ravindra Loiya (DIN No. 07158487) has been re-appointed as the Independent director(s) on the Board of the Company for a second term of five(5) consecutive years from w.e.f. April 08, 2020 to April 07, 2025 and from April 24, 2020 to April 23, 2025 respectively at the AGM held on August 19, 2019.

We request you to kindly take the above on your records.

The above information is also available on the website of the Company: www.emkaytapsandtools.com

Thanking You,

Yours faithfully,
For **EMKAY TAPS AND CUTTING TOOLS LIMITED**

S. Sohane

Shruti Sohane
Company Secretary & Compliance Officer





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Terms of Appointment

On behalf of the Company, I write to confirm your appointment as an Independent Director of our Company as per the provisions of the Companies Act, 2013 read with relevant rules and regulations made there under ("the Act") with effect from April 8, 2020. Set below are the terms of your appointment:

Duration of Appointment:

In accordance with the provisions of the Act, and other applicable laws and relevant rules, you will serve as an Independent Director of the Board of the Company for a period of 5 (five) years i.e. upto April 07, 2025. As an Independent Director, you will not be liable to retire by rotation. Your re-appointment for another consecutive term of 5 (five) years after the current term shall be after the expiration of three years of ceasing to become an independent director i.e. three years after April 07, 2025.

Remuneration & Expenses

You will be entitled to a sitting fee of Rs. 2500.00 for attending each meeting of the Board and Rs. 1000.00 Committees to which you are a member. The Board on its discretion has the power to increase the sitting fees from time to time as per the provisions of the Act and Articles of Association of the Company. You will be reimbursed for all approved expenses incurred by you in performance of duties as per the provisions of the Act and in accordance with the Company rules and policy. In addition, should you be requested to perform other work for the Company outside the scope of usual Directors' duties, you may be entitled to additional remuneration as agreed with the Chairman at that time.

Commitments:

A. Independent Director:

You will be expected to devote such time as is necessary for the proper performance of your duties and as an Independent Director you will be involved in a number of Board and Committee meetings each year. You should strive to attend all the scheduled quarterly Board Meetings, General Meetings, Committee Board Meetings and other meetings or attendance as necessary.

As an Independent Director, you should be present in at least 1 (one) Board meeting a year, minimum 1 (one) separate meeting that the Independent Directors are required to conduct in a year in addition to the meetings of Committees that they are members thereof.

B. The Company:

The Company shall provide you with adequate notice of the dates of proposed Board Meeting, General Meetings, and meetings of Committees. As per the provisions of the Act, the Company is expected to give you an advance notice of minimum 7 (seven) days of every Board Meeting and committee meetings, except when the same are conducted at shorter notice after complying with the provisions of the Act.



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Terms of Appointment

On behalf of the Company, I write to confirm your appointment as an Independent Director of our Company as per the provisions of the Companies Act, 2013 read with relevant rules and regulations made there under ("the Act") with effect from April 24, 2020. Set below are the terms of your appointment:

Duration of Appointment:

In accordance with the provisions of the Act, and other applicable laws and relevant rules, you will serve as an Independent Director of the Board of the Company for a period of 5 (five) years i.e. upto April 23, 2025. As an Independent Director, you will not be liable to retire by rotation. Your re-appointment for another consecutive term of 5 (five) years after the current term shall be after the expiration of three years of ceasing to become an independent director i.e. three years after April 23, 2025.

Provided that an independent director shall not, during the said period of three years, be appointed in or be associated with the company in any other capacity, either directly or indirectly.

Remuneration & Expenses

You will be entitled to a sitting fee of Rs.2500.00 for attending each meeting of the Board and Rs. 1000.00 for Committees to which you are a member. The Board on its discretion has the power to increase the sitting fees from time to time as per the provisions of the Act and Articles of Association of the Company. You will be reimbursed for all approved expenses incurred by you in performance of duties as per the provisions of the Act and in accordance with the Company rules and policy. In addition, should you be requested to perform other work for the Company outside the scope of usual Directors' duties, you may be entitled to additional remuneration as agreed with the Chairman at that time.

Commitments:

A. Independent Director:

You will be expected to devote such time as is necessary for the proper performance of your duties and as an Independent Director you will be involved in a number of Board and Committee meetings each year. You should strive to attend all the scheduled quarterly Board Meetings, General Meetings, Committee Board Meetings and other meetings or attendance as necessary.

As an Independent Director, you should be present in at least 1 (one) Board meeting a year, minimum 1 (one) separate meeting that the Independent Directors are required to conduct in a year in addition to the meetings of Committees that they are members thereof.

B. The Company:

The Company shall provide you with adequate notice of the dates of proposed Board Meeting, General Meetings, and meetings of Committees. As per the provisions of the Act, the Company is expected to give you an advance notice of minimum 7 (seven) days of every Board Meeting and committee