



NOMINATION AND REMUNERATION POLICY

Policy relating to remuneration of Directors, Key Managerial Personnel and other employees of the Company

This policy applies to remuneration of the directors, Key Managerial Personnel and other employees (as defined in this policy) of D.K. ENTERPRISES GLOBAL LIMITED (the "Company").

I. Objective

The Nomination and Remuneration Policy of the Company has been prepared pursuant to the provisions of Section 178(3) of the Companies Act and Regulation 19(4) read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"). In case of any inconsistency between the provisions of law and this Policy, the provisions of the above stated law shall prevail, and the Company shall abide by the applicable law. The Policy is intended to set out a framework for nomination, evaluation, and remuneration of members of the Board of Directors ("**Directors**"), and Senior Management Personnel ("**SMP**"), of the Company. This Policy reflects the remuneration philosophy and principles of the Company and considers the pay and employment conditions with peers / competitive market to ensure that pay structures are appropriately aligned. Its role and function is also described accordingly. In a larger context the policy is aimed at attracting and retaining the best talent for the growth and development of the Company with a diverse range of skills, capabilities and qualities.

II. Composition and Procedures

a) Composition of the Nomination and Remuneration Committee (NRC)

The current composition of NRC is given below:-

Name of the Director	Category	Designation
Mr. Khagesh Kaushal	Non-Executive Independent Director	Chairman
Mr. Jeenendra Prakash Singhvi	Non-Executive Independent Director	Member
Mr. Rakesh Kumar	Chairman and Managing Director	Member

b) The members of the Committee shall appoint a Chairman of the Committee from amongst themselves except for the Managing Director, to chair the meeting.

III. Functions and responsibilities

a) Recommendation for appointment (including re-appointment) and terms thereof.

The appointment/re-appointment including the terms and conditions thereof of the following personnel shall be considered and recommended by the NRC to the Board and Shareholders, wherever required, for its approval :-

- Managing Director
- Whole-time Director or Executive Director
- Non-Executive Directors including the Independent Directors, and
- Key Managerial Personnel, herein defined to cover Chief Operating Officer (COO), Chief Financial Officer (CFO) and Company Secretary (CS)

b) Assessment of Performance.

NRC shall determine the performance parameters, and evaluate the performance of the following positions, from time to time, as may be specified by the NRC.

- Managing Director
- Chief Financial Officer
- Whole-time Directors or Executive Directors

It is clarified that the setting of the performance parameters and assessment of performance of Key Managerial Personnel as defined under clause III a shall be done by the Chief Financial Officer of the Company, and presented to the Nomination and Remuneration Committee from time to time as may be specified by the NRC

IV. Amendment

Any change in the Policy shall be approved by the Board. The Board shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Any subsequent amendment/modification in the Act or the rules framed thereunder or the Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.

V. Compliance

The NRC shall be responsible for supervision of the Policy.

Any queries regarding this Policy shall be referred to the NRC, who is in charge of administering, enforcing and updating this Policy.

VI. Interpretation

In any circumstance where the terms of this Policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy.