



## **Policy For Remuneration**

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| <b>Gokul Agro Resources Limited<br/>(CIN-L15142GJ2014PLC080010)</b> | <b>Policy for<br/>Remuneration</b> | <b>Prepared by : Secretarial Dept.<br/>Last Amendment/ : February 5, 2026<br/>review date by<br/>Board</b> |
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## 1. OBJECTIVE

The objective of this policy is to ensure that:

- Executive and Non-Executive Directors, Key Managerial personnel (KMPs) and other employees are sufficiently incentivized and motivated for attaining the goals set forth so as to run the Company successfully.
- Remuneration of Board and key Executives' is aligned with the long-term growth and interest of Company and its shareholders.
- The level of remuneration of Directors, KMPs and other employees is sufficient to attract and retain personnel and meet appropriate benchmarks.

## 2. POLICY

### A. Policy for Remuneration of Executive Directors

Remuneration of Executive Directors shall be fair and reasonable after taking into account the following factors:

- Level of skill, knowledge and core competence of individual.
- Functions, duties and responsibilities.
- Company's performance and achievements.
- Compensation of peers and industry standard

The Company may if the need arise, strike a balance between the fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goal. The Nomination & Remuneration Committee of Board of Directors shall recommend periodic revision in the remuneration of Executive Directors to the Board and the Board shall fix their remuneration taking into consideration above factors as also ceiling limits prescribed under the Companies Act, 2013 and other statutes. The same shall also be approved by the shareholders where required.

### B. Policy for remuneration of Non-Executive Directors

Remuneration of Non-Executive Directors shall comprise of following:

- Fees for attending meetings of the Board as well as Committees of the Board as decided by the

Board within the limits prescribed under the Companies Act.

- Traveling and other expenses they incur for attending to the Company's affairs, including attending Committee, Board and General meetings of the Company

### **C. Policy for remuneration of KMP (Excl. Managing Director) & Other Employees**

The authority to structure remuneration for KMP (excl. Managing Director) & other employees and annual revision thereof has been delegated to the Chairman & Managing Director; Joint Managing Director; and Chief Executive Director of the Company, based on above-mentioned objectives, Company performance, individual performance evaluation, recommendations of respective functional heads and other factors having a bearing.

If there is any specific regulatory requirement for fixation / revision of remuneration of KMP or any other employee, by the Board or any committee, then the same shall be done in compliance thereof.

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