

RMFL/BOD/2017-18

August 30, 2017

Shri.V.Mohandoss
Pl 5, FL F1, Anugraham Flats,
1st Cross Street, Hindu Colony,
Chennai-600 091.

Respected Sir,

Sub: Re-appointment as Independent Director of the Company

In terms of Section 149 (4) read with Schedule IV of the Companies Act, 2013, we are pleased to inform you that the board of directors of the company at their meeting held on 30th August, 2017, have approved your appointment as Independent Director of the Company, on the following terms and conditions:

- i. Your term as Independent Director will be for a period up to 30th September, 2020. Your appointment will be subject to the approval of shareholders at the forthcoming general meeting of the company.
- ii. In compliance with provisions of Section 149(13) of the Companies Act, 2013, your directorship is not subject to retirement by rotation.
- iii. You are governed by the guidelines of professional conduct, roles, functions, duties etc. of the Independent Directors provided under Schedule IV of the Companies Act, 2013, during your tenure in the Company as an Independent Director.
- iv. You will be a Chairman/Member of the following Committees of the Board:

Name of the Committee	Position
Audit Committee	Member
Nomination & Remuneration Committee	Member

Further, you may be required to serve on one or more such committee that is set up in the future.

- v. You will be paid remuneration by way of sitting fees for attending the Board/Committee meetings of the Company. The sitting fees for attending a Board and Committee meeting will be Rs.10,000 and Rs.5,000 respectively. Apart from this, you will not be entitled to any other remuneration as Independent Director of the Company.

- vi. You shall endeavor to provide the necessary disclosures under all applicable laws.
- vii. In the event that your circumstances seem likely to change and which give rise to a conflict of interest or, when applicable circumstances that might lead the Board to revise its judgement that you are independent, the same may be disclosed to the Company.
- viii. In accordance with the provision of the Clause IV sub clause 6 of Schedule IV under the Companies Act, 2013, the Company will be arranging to display the terms and conditions of your appointment on the Company's website.

Yours faithfully,

Sd/-

Managing Director

RMFL/BOD/2017-18

August 30, 2017

Shri.Gadiparthi Sudhakar,
No.36, 4th Street,
Officers Colony Extn.,
Mogappair, Chennai – 600050.

Respected Sir,

Sub: Appointment as Independent Director of the Company

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Yours faithfully,

Sd/-

Managing Director