

DECCAN GOLD MINES LIMITED

INDEPENDENT DIRECTORS - TERMS & CONDITIONS OF APPOINTMENT

1. Term of Appointment :

In accordance with the provisions of the Companies Act, 2013, the term of office shall be for a period of 5 years subject to approval of shareholders at Annual General Meeting.

2. Remuneration and expenses:

Independent Directors will be entitled to receive following sitting fees for the meetings of the Board or its Audit Committee:

Name of the Meeting	Sitting Fees
Board	Rs. 20,000/- per meeting
Audit Committee	Rs. 5,000/- per meeting

The sitting fees will be subject to deduction of tax at source. The tax deduction certificate for the tax deducted in previous financial year will be provided to you on or before May 31 every year.

In addition to the sitting fees, the Company will reimburse cost of travel from residence to the place of meeting and accommodation for attending the meetings of the Board of Directors or Committees thereof.

3. Other terms & conditions:

- Not assign office of Directorship and any assignment so made shall be void.
- Furnishing of a declaration every year (a) confirming eligibility to hold the office of Independent Director of the Company or (b) whenever there is a change in the circumstances which may affect status as an Independent Director.
- Restriction from participating in the discussions on contracts or arrangements with parties where interested or concerned in any manner.
- Promptly inform the Company about any changes, if any, in disclosure of interest and declarations furnished to the Company.

Adherence to the Code of Conduct for Independent Directors as prescribed in the Companies Act, 2013 ("the Act") and adopted by the Company.