



BHARAT ELECTRONICS LIMITED

CIN: L32309KA1954GOI000787

(A Govt. of India Enterprise under the Ministry of Defence)
Regd. Office: Outer Ring Road, Nagavara, Bangalore – 560 045

Terms and Conditions of appointment of Independent Directors (Part Time Non-Official Directors)

1. Appointment:

Independent Directors (Part Time Non Official Directors) of Bharat Electronics Limited (BEL) are appointed by the Ministry of Defence, Government of India. Based on the appointment letter issued by the Ministry of Defence, Government of India, the Independent Directors on the Board of BEL are appointed by the Board of Directors as Additional Directors. The appointment of the Independent Directors of the Company is subject to confirmation as Director by shareholders in the ensuing Annual General Meeting of the Company.

2. Tenure:

Independent Directors are appointed by the Ministry of Defence, Government of India for a period of three years or until further order, whichever is earlier.

3. Remuneration:

i. The Independent Directors are paid sitting fees of Rs. 20,000 for each Meeting of the Board & Board Committee(s) meetings attended. W.e.f 22 December 2021 Independent Directors are paid sitting fees of Rs.30,000 for each meeting of the Board & Rs.25,000 for each Board Committee(s) meeting.

ii. Reimbursement of travelling/ accommodation expenses for participation in the Board / Committee meetings.

4. Induction:

At the time of induction of an Independent Director(s), a welcome letter is addressed to Director(s) along with details of duties and responsibilities required to be performed as a Director in addition to the compliances required from him under the Companies Act, 2013, the Listing Regulations and other applicable Regulations. The Management

of the Company familiarises the newly appointed Director(s) about the Company, its operations, various policies and processes of the Company, various divisions of the Company and their role and responsibilities, the governance and internal control processes and other relevant important information concerning the Company. Directors are also regularly encouraged and sponsored for attending important training programmes relating to Board related practices and orientation programmes etc. conducted by various institutes of repute.

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