

# Uniply Industries Limited

Corporate Office : No. 5, Branson Garden Street, Kilpauk, Chennai - 600 010, India. PAN No. AAACU1411A  
Tel : 044-2660 5995 Fax : 91-44-2660 2273 Email : info@uniply.in

## Terms and Conditions of appointment of Independent Directors



Date: .....

To,

(Insert Name of Director)

(Insert Address)

Dear (Name of Director)

### Re: Your Appointment as an Independent Director of "Uniply Industries Limited".

We are Pleased to advise you that at the Annual General Meeting held on (.....), Shareholders have approved your appointment as an independent director of the company to hold office for a period of (.....) consecutive years with effect from (.....). The brief outline for the appointment is as below.

1. During your tenure as an Independent Director, You will have to submit a declaration at the beginning of the every financial year under section 149(7) of the Companies act, 2013 stating that you meet the criteria of Independence.
2. So long as you are Independent Director of the company, the number of companies in which you hold office as Director or a Chairman or Committee Member will not exceed the limit stipulated under the Act and the Listing Agreement.
3. As advised by the Board, during the tenure of office, you may be required to serve on one or more committees of the board established by the company as per its terms of reference.
4. You will comply with code of conduct for Board Members and senior Management to the extent applicable to Independent Director of the Company as uploaded on the Website of the Company.
5. You will comply with the Guidelines of Professional Conduct, roles, functions and duties as an Independent Director provided in Schedule-IV of the Companies Act, 2013.
6. You will paid such remunerations by way of sitting fees and reimbursement of expenses for attending Meetings of the Board and its committees and commissions that may be determined by the Board and Shareholders from time to time.
7. You will not hold office as Director or any other office in a competing firm/entity.
8. You are expected not to involve in a situation in which you may have a direct or indirect interest that conflicts or possible may conflict with interest of the company.
9. Your reappointment or extension of term and your remuneration will be recommended by the Nomination and Remuneration committee of the Board pursuant to performance evaluation carried out by the Board.

You are requested to sign the duplicate copy of this letter as token of your acceptance.

Yours Faithfully,

Signature

Chairman of the Board



The Mark of Responsible Forestry



Regd. Office : #69, Nelveli Village, Uthiramerur Block, Kanchipuram Dist.,  
Pin : 603 107, Tamil Nadu, India

CIN Number : L20293TN1996PLC036484 Website : www.uniply.in