

सेवा/ To,

**Shri Sanjay Ramanlal Patel**  
116, Amdavadi Faliyu, Ralaj,  
Ralej, Khambhat, Anand,  
Gujarat -388640

आदरणीय महोदय /Dear Sir,

**Ref: Ministry of Mines, Government of India Order No. 2/8/2020-Met-I dated 22.03.2022.**

**Sub: Appointment as Part-time Non-official (Independent) Director.**

- 1.0 It gives me immense pleasure to welcome you on the Board of NALCO as a Part-time Non-official (Independent) Director in terms of Ministry of Mines, Govt. of India Order No. 2/8/2020-Met-I dated 22.03.2022.
- 1.1 We would like to inform that, all statutory pre-requisite formalities in respect of your appointment were completed on 23.03.2022 and hence, the date of induction to NALCO's Board has been considered as 23.03.2022. Accordingly, a Resolution by Circulation dated 23.03.2022 for your appointment was passed by the Board of Directors.
- 2.0 The terms and conditions of your appointment as Part-time Non-official (Independent) Director are as follows:

**(a) Term of appointment:**

You have been inducted as a Part-time Non-official (Independent) Director in the Board of NALCO w.e.f. 23.03.2022 in compliance with the provisions of the Companies Act, 2013, after completion of all statutory formalities. The Board of Directors of NALCO have appointed you as an Additional Director of the Company. This has been done only to comply with the provisions of Section 161 of the Companies Act, 2013. Your term of appointment as Part-time Non-official (Independent) Director is for a period of 3 (three) years with effect from 22.03.2022 or until further orders in terms of order dated 22.03.2022 of Ministry of Mines. Your Director Identification Number (DIN) is 09545270.

Further, in terms of Regulation 17(1C) of the SEBI(LODR) Regulations, 2015, your appointment would be regularized as a Director by the shareholders of the Company within three months from the date of your appointment.

**नेशनल एल्युमिनियम कम्पनी लिमिटेड**  
(भारत सरकार का उद्यम)

**निगम कार्यालय**  
नालको भवन, नयापल्ली, भुवनेश्वर -751 013 भारत

**National Aluminium Company Limited**  
(A Government of India Enterprise)

**REGD. & CORPORATE OFFICE**

Nalco Bhawan,  
Plot No. P/1, Nayapalli, Bhubaneswar-751013, India

CIN # L27203OR1981GOI000920

Tel.:0674-2301988-999, Fax:0674-2300677, Email:company\_secretary@nalcoindia.co.in, Website:www.nalcoindia.com

**(b) Remuneration:**

(i) You will be paid sitting fees for attending each of the meetings of the Board and its Committees, as may be decided by the Board from time to time.

At present, sitting fees of Rs. 30,000/- is paid for attending each of the meeting of the Board and Rs.25,000/- for each Committee meeting.

(ii) Reimbursement of Expenses: In addition to the above mentioned sitting fees, the Company will reimburse for travel, hotel and other incidental expenses incurred by you in performance of your duties as a Part-time Non-official (Independent) Director of the Company.

**(c)** The following documents dealing with roles, duties and obligation of Directors / Independent Directors in terms of Companies Act, 2013 and Rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed:

(i) Duties of Directors as per Section 166 of the Companies Act, 2013 (**Annexure-'A'**).

(ii) Schedule IV of Companies Act, 2013 which deals with Code for Independent Directors (**Annexure-'B'**).

**(d) Confidentiality:**

All information acquired during your tenure should be kept confidential and should not be revealed either during the tenure or following resignation / termination / cessation (by whatever means) to third parties without prior clearance from the Chairman-cum-Managing Director, unless required by law or by the rules of any Stock Exchange or regulatory body.

**(e) Insurance:**

Directors and Officers (D&O) Liability Insurance coverage for the personal liability of Directors and Officers for claims made against the Directors has been taken by the Company with total sum insured for Rs.25 crore. However, Company shall fully indemnify the Directors as per Article 103 & 104 of Articles of Association. Copy of relevant Article 103 & 104 of Articles of Association is enclosed at **Annexure-'C'** for ready reference.

**(f) Inspection of terms and conditions by any member:**

The terms and conditions of appointment of Part-time Non-official (Independent) Directors are open for inspection by any member at the Registered Office of the Company during normal business hours and the same will also be posted on the Company's website, in terms of Clause IV(5) and (6) of Schedule-IV of the Companies Act, 2013.

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# नालको NALCO

3.0 Separate letter is being issued by Company Secretary regarding various declarations etc. to be made by you as an Independent Director of the Company.

I am confident, your association, expertise and advice during the tenure as a Part-time Non-official (Independent) Director would immensely benefit the Company and the Board of Directors.

धन्यवाद/ Thanking you,

भवदीय/Yours faithfully,  
कृते नेशनल एल्यूमिनियम कंपनी लिमिटेड  
for National Aluminium Co. Ltd.



(श्रीधर पात्र/Sridhar Patra)  
अध्यक्ष-सह-प्रबंध निदेशक/  
Chairman-cum-Managing Director

संलग्न/Encl : As above.

नेशनल एल्यूमिनियम कम्पनी लिमिटेड  
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