



SYMBOL OF  
QUALITY



## RUNGTA IRRIGATION LIMITED

REGD. & HEAD OFFICE :

101, Pragati Tower 26, Rajendra Place, New Delhi- 110008

Ph. 011-64000500, 501,502,503,504 Fax : 91-11-25716231

CIN : L74899DL1986PLC023934

E-mail : info@rungtairrigation.in

Website : www.rungtairrigation.in

### LETTER OF APPOINTMENT OF INDEPENDENT DIRECTOR

To:  
Mr. Devanand Mishra  
1339, Central Park,  
Sector-D, PKT-1,  
Vasant Kunj,  
New Delhi 110070

27/03/2015

Dear Sir,

We are pleased to inform you that Board of Director of the Company at its meeting held on 27<sup>th</sup> day of March, 2015 decided to appoint you as Non-Executive Independent Director of the Company subject to the approval of Shareholders in the forthcoming Annual General Meeting of the Company on the following terms and conditions:

1. **Appointment**

- a) You will be appointed as a Non-Executive Independent Director on the Board of Director of the Company for a period of 5 years with effect from 27<sup>th</sup> day of March, 2015.
- b) As an Independent Director you will not be liable to retire by rotation.
- c) Your Appointment and tenure as an Independent Director shall be consistent with applicable Provisions of the Companies Act, 2013 and the Listing Agreement.

2. **Committees:** The Board of Director ("The Board") may, if it deems fit, invite you for being appointed on one or more existing Board Committees or any such Committee that is set up in future. Your appointment on such Committee(s) will be subject to applicable Laws and Regulations.

Contd...2...



WORKS / BRANCHES / DEPOTS :

Chaziabad ● Bhopal ● Patna ● Ranchi ● Bhiwani ● Jaipur ● Jabalpur  
Raipur ● Lucknow



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### 3. Role and Duties:

In the terms of Section 166 of the Companies Act, 2013, you shall

- a) As an Independent Director you will not be liable to retire by rotation.
  - b) Act in good faith to promote the objects of the Company
  - c) Exercise your duties with due and reasonable care, skill and diligence
  - d) Not achieve or attempt to achieve any undue gain or advantage either yourself or through your relative, partners or associates
4. **Remuneration:** You will be paid such Remuneration by way of sitting fees for attending board meeting and its committees as prescribed under Companies Act,2013.
5. **Code of conduct & other compliances:** You as an Independent Director shall be abide by "Code of Independent Director" and "Ethics for the Director". You shall disclose at the first Board Meeting in every financial year or whenever there is any change in the circumstances which may affect your status as an Independent Director, you shall give a declaration to that effect confirming that you meet your criteria of Independence as provided in Section 149(6) of the Companies Act, 2013 and Listing Agreement.
6. **Confidentially:** All information acquired during your appointment is confidential to the Company. You shall not disclose such information to third Parties except as required under Companies Act,2013.
7. **Disclosure of Interest:** You shall disclose your nature of interest in any transaction or arrangement that the company has entered into. A general notice that you are interested in any contract or arrangement with a particular person, firm and company is acceptable.



WORKS : C-165, BULANDSHAHAR ROAD, INDUSTRIAL AREA, GHAZIABAD (U.P)



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Kindly confirm your acceptance relating to your Appointment as a Non-Executive Independent Director of the Company by signing and returning to us the enclosed copy of this Letter.

Yours sincerely,

For RUNGTA IRRIGATION LIMITED

  
Chairman cum Managing Director

(M.P. Rungta)  
(M.P. RUNGTA)

**AGREE AND ACCEPT**

I hereby read and understood the terms of my appointment as an independent director of the company and hereby confirm my acceptance to the same.

  
(Devanand Mishra)

Date: 27<sup>th</sup> March, 2015

Place: New Delhi



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