



Urja Global Ltd.

(AN ISO 9001 Co.)
CIN No. L67120DL1992PLC048983

Ref: UGL/HR/EP/2015/624

Date: 27th May 2015

Mrs. Payal Sharma
17G/133, Vasundhara, Sector 17,
Ghaziabad- 201012, U.P.

Dear Mrs Payal Sharma,

I am pleased to confirm on behalf of the Board, that on the recommendation of its nomination & remuneration committee, you are being appointed as a Non-Executive Director with effect from 27th May, 2015. This letter of appointment sets out the terms and conditions covering your appointment which are as follows

1. Appointment

- 1.1 You will be appointed as a Non-Executive Independent Director on the Board of Directors of the Company with effect from 27th May, 2015. Your term of appointment as agreed shall be for a term of five years i.e. 27th May 2015 up to 26th May 2020.
- 1.2 The term Independent Director should be construed as defined under the Companies Act, 2013 and the listing agreement.
- 1.3 The Company has adopted the provisions with respect to appointment and tenure of Independent Directors which is consistent with the Companies Act, 2013 and the Listing Agreement and framed it in the form of Urja Independent Directors' Policy (Annexed with the letter).
- 1.4 During your appointment, you are required to comply with all charters, policies, codes and procedures as then in force to the extent applicable to your role, as well as such other requirements or policies as the Board may from time to time specify. You will be provided with access to all such information to allow you to fulfill these obligations.



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✉ info@urjaglobal.in
www.urjaglobal.in

2. Status of Appointment

- 2.1 You will not be an employee of the Company and this letter shall not constitute a contract of employment. You will be paid such remuneration by way of sitting fees for meetings of the Board and its Committees as may be decided by the Board and approved by the Shareholders from time to time.

3. Documentation

Subject to the Board's discretion, you will be provided with all documents, notices and any other information which a director of the Company receives in relation to Board meetings as well as any proposed written resolution of directors and documents relating to such written resolutions.

You will be sent all such notices and documents at the same time that they are sent to directors of the Company, unless the Company determines otherwise.

4. Confidentiality

All information acquired during your appointment is confidential to the Company and should not be released, either during your appointment or following termination (by whatever means) to third party without prior clearance from the Chairman unless required by law or by the rules of any Stock exchange or regulatory body. On reasonable request, you shall surrender the documents and materials made available to you by the Company.

5. Termination

- a. You may resign from your position at any time and if you wish to do so, you are requested to serve a reasonable written notice on the Board.
- b. Continuation of your appointment is contingent on your getting re-elected by the shareholders in accordance with provisions of Companies Act, 2013 and the Articles of Association of the Company, from time to time in force. You will not be entitled to compensation if the shareholders do not re-elect you at any time.
- c. Your appointment may also be terminated in accordance with the provisions of the Companies Act, 2013 prevalent from time to time in force.



6. Governing Law

This agreement is governed by and will be interpreted in accordance with Indian law and your engagement shall be subject to the jurisdiction of the Indian courts.

If you are willing to accept these terms of appointment relating to your appointment as a non executive Independent Director of the Company, kindly confirm your acceptance of these terms by signing and returning to us the enclosed copy of this letter.

Yours sincerely,

For and on behalf of Urja Global Limited

For/Urja Global Limited



Director

Yogesh Kumar Goyal

Whole Time Director

DIN: 01644763

Add: -Kairpur, Shri Madhopur, Sikar, 332709,
Rajasthan, India

AGREE AND ACCEPT

I have read and understood the terms of my appointment as an Independent Director of the Company and I hereby affirm my acceptance to the same.



Name: Mrs Payal Sharma

DIN: 07190616