

TERMS AND CONDITIONS OF APPOINTMENT OF INDEPENDENT DIRECTORS (SCHEDULE IV TO THE COMPANIES ACT 2013 –SECTION 149 (8))

Terms of reference

Board Committees

As advised by the Board, during the tenure of office, you may be required to serve on the Committees of the Board established by the Company. Upon your appointment to any one or more committees, you will be provided with the Terms of Reference of that Committee.

Professional Conduct, Role and functions, duties

You shall follow the duties of Directors as prescribed under Section 166 of the Companies Act 2013 and code for Independent Directors prescribed under Schedule IV to the Companies Act 2013.

Remuneration

You will be paid sitting fee for attending the meetings of the Board or Committees as per table below:-

Board Meeting - ₹10,000/-

Meeting of Committees ₹ 2500/-

Reimbursement of expenses for participation in the Board, sub-committees of the Board and general meetings.

Dealing in Shares

Directors are prohibited from dealing in the company's shares during the period when the trading window is closed. Further, you are required to pre-clear all trades (buy/sell/gift) from the Compliance Officer of the Company. You are required to comply with applicable insider trading laws and regulations.

Retirement Age

Retirement would be governed by Companies Act, 2013 and the rules made thereunder, Listing Agreement and other statutory provisions, from time to time.



M M FORGINGS LIMITED

CORPORATE OFFICE : SVK TOWERS, 8TH FLOOR,
A25, INDUSTRIAL ESTATE, GUINDY, CHENNAI - 600032, INDIA.

28 August 2023

Shri. Hari Sankaran,
Aishwarya, No.1, 1st East Street,
Kamaraj Nagar,
Thiruvanmiyur,
Chennai - 600041

Dear Hari,

SUB: Appointment Letter - Independent Director:

I am glad to inform that at the 77th Annual General Meeting of the Company held on 11 August 2023, the shareholders had appointed you as a Non-Executive Independent Director of the Company, for a period of five years, effective 01 April 2024.

It is my privilege to issue you an appointment letter pursuant to the provisions of the Companies Act, 2013 and the Corporate Governance as enshrined under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued from time to time by SEBI.

You are very well aware of the Directorial duties and rights as stipulated in Schedule IV of the Act, I narrate the same as under:

In accordance with the provision of the Companies Act, 2013 and other applicable laws, you will be appointed as a Non-Executive Independent Director of subject to shareholders' approval.

TERMS AND CONDITIONS OF APPOINTMENT OF INDEPENDENT DIRECTORS (SCHEDULE IV TO THE COMPANIES ACT 2013 –SECTION 149 (8))

1. Appointment:

- 1.1. Effective date of appointment is 01 April 2024 for a term of five years;
- 1.2. You shall not be liable to retire by rotation;
- 1.3. Re-appointment at the end of the term shall be subject to the approval of the shareholders.

Contd. in Pg. no. 2.



CERTIFIED TO IATF 16949:2016 and ISO 9001:2015 STANDARDS

2. Board Committees:

As advised by the Board, during the tenure of office, you may be required to serve either as Member / Chairman of the Committees of the Board as established by the Company from time to time. Upon your appointment to any one or more committees, you will be provided with the Terms of Reference of that Committee.

3. Professional Conduct, Role and functions, duties:

You shall follow the duties of Directors as prescribed under Section 166 of the Companies Act, 2013 and code for Independent Directors prescribed under Schedule IV to the Companies Act, 2013.

4. Remuneration:

4.1. You will be paid sitting fee for attending the meetings of the Board or Committees as detailed below:

Board Meeting - ₹10,000/-

Meeting of Committees - ₹2,500/- per committee

4.2. Reimbursement of expenses for participation in the Board, sub-committees of the Board and general meetings.

4.3. Subject to the ceiling as provided in the Companies Act, 2013, profit related commission may be paid after the completion of the financial year, as approved by the Board of the Directors.

5. Dealing in Company's share:

Directors are prohibited from dealing in the company's shares during the period when the trading window is closed. These dates will be intimated to you by the Company Secretary. Further, you are required to pre-clear all trades (buy/sell/gift) from the Compliance Officer of the Company. You are required to comply with applicable insider trading laws and regulations.

6. Retirement Age

Retirement would be governed by Companies Act, 2013 and the rules made thereunder, Listing Agreement and other statutory provisions, from time to time.

It is a pleasure to have you on Board. I am confident that your association, expertise and advice will immensely benefit the Company and the Board.

For M M Forgings Limited,



VIDYASHANKAR KRISHNAN
Vice Chairman and Managing Director





M M FORGINGS LIMITED

CORPORATE OFFICE : SVK TOWERS, 8TH FLOOR,
A25, INDUSTRIAL ESTATE, GUINDY, CHENNAI - 600032, INDIA.

28 August 2023

Shri. Shankar Athreya,
32, Cotsford Avenue,
New Malden, KT3 5EU

Dear Shankar,

SUB: Appointment Letter - Independent Director:

I am glad to inform that at the 77th Annual General Meeting of the Company held on 11 August 2023, the shareholders had appointed you as a Non-Executive Independent Director of the Company, for a period of five years, effective 11 August 2023.

It is my privilege to issue you an appointment letter pursuant to the provisions of the Companies Act, 2013 and the Corporate Governance as enshrined under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued from time to time by SEBI.

You are very well aware of the Directorial duties and rights as stipulated in Schedule IV of the Act, I narrate the same as under:

In accordance with the provision of the Companies Act, 2013 and other applicable laws, you will be appointed as a Non-Executive Independent Director of subject to shareholders' approval.

**TERMS AND CONDITIONS OF APPOINTMENT OF INDEPENDENT DIRECTORS
(SCHEDULE IV TO THE COMPANIES ACT 2013 –SECTION 149 (8))**

1. Appointment:

- 1.1. Effective date of appointment is 11 August 2023 for a term of five years;
- 1.2. You shall not be liable to retire by rotation;
- 1.3. Re-appointment at the end of the term shall be subject to the approval of the shareholders.

Contd. in Pg. no. 2.



2. Board Committees:

As advised by the Board, during the tenure of office, you may be required to serve either as Member / Chairman of the Committees of the Board as established by the Company from time to time. Upon your appointment to any one or more committees, you will be provided with the Terms of Reference of that Committee.

3. Professional Conduct, Role and functions, duties:

You shall follow the duties of Directors as prescribed under Section 166 of the Companies Act 2013 and code for Independent Directors prescribed under Schedule IV to the Companies Act 2013.

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- 4.1. You will be paid sitting fee for attending the meetings of the Board or Committees as detailed below:
Board Meeting - ₹10,000/-
Meeting of Committees - ₹2,500/- per committee
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- 4.3. Subject to the ceiling as provided in the Companies Act, 2013, profit related commission may be paid after the completion of the financial year, as approved by the Board of the Directors.

5. Dealing in Company's share:

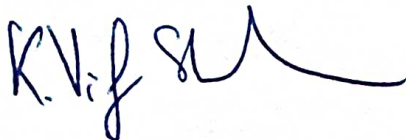
Directors are prohibited from dealing in the company's shares during the period when the trading window is closed. These dates will be intimated to you by the Company Secretary. Further, you are required to pre-clear all trades (buy/sell/gift) from the Compliance Officer of the Company. You are required to comply with applicable insider trading laws and regulations.

6. Retirement Age

Retirement would be governed by Companies Act, 2013 and the rules made thereunder, Listing Agreement and other statutory provisions, from time to time.

It is a pleasure to have you on Board. I am confident that your association, expertise and advice will immensely benefit the Company and the Board.

For M M FORGINGS LIMITED,



VIDYASHANKAR KRISHNAN
Vice Chairman and Managing Director





MM FORGINGS LIMITED

CORPORATE OFFICE: SVK TOWERS, 8TH FLOOR,
A25 INDUSTRIAL ESTATE, GUINDY, CHENNAI - 600 032. INDIA.

22 March 2024

Shri. Subramanian Radhakrishnan,
A2 Ram Lakshman Flats, No. 26,
Parangusapuram Street, Kodambakkam,
Chennai 600024

Dear Subramanian,

SUB: Appointment Letter - Independent Director:

I am glad to inform that the Shareholders of the Company, through the Postal Ballot process, had approved your appointment as a Non-Executive Independent Director of the Company, effective 08 March 2024, for a period of five years.

It is my privilege to issue you an appointment letter pursuant to the provisions of the Companies Act, 2013 and the Corporate Governance as enshrined under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued from time to time by SEBI.

You are very well aware of the Directorial duties and rights as stipulated in Schedule IV of the Act, I narrate the same as under:

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(SCHEDULE IV TO THE COMPANIES ACT 2013 –SECTION 149 (8))**

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- 1.1. Effective date of appointment is 08 March 2024 for a term of five years;
- 1.2. You shall not be liable to retire by rotation;
- 1.3. Re-appointment at the end of the term shall be subject to the approval of the shareholders.

Contd. in Pg. no. 2.



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4.1. You will be paid sitting fee for attending the meetings of the Board or Committees as detailed below:

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4.2. Reimbursement of expenses for participation in the Board, sub-committees of the Board and general meetings.

4.3. Subject to the ceiling as provided in the Companies Act, 2013, profit related commission may be paid after the completion of the Financial Year, as approved by the Board of the Directors.

5. Dealing in Company's share:

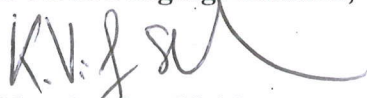
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For M M Forgings Limited,



Vidyashankar Krishnan

Vice Chairman and Managing Director





MM FORGINGS LIMITED

CORPORATE OFFICE: SVK TOWERS, 8TH FLOOR,
A25 INDUSTRIAL ESTATE, GUINDY, CHENNAI - 600 032. INDIA.

22 March 2024

Shri. S. Krishnakumar
1A, Kesava Flat, No. 2, Kalvi Varu Street,
Mylapore,
Chennai – 600004

Dear KK,

SUB: Appointment Letter - Independent Director:

I am glad to inform that the Shareholders of the Company, through the Postal Ballot process, had approved your appointment as a Non-Executive Independent Director of the Company, effective 08 March 2024, for a period of five years.

It is my privilege to issue you an appointment letter pursuant to the provisions of the Companies Act, 2013 and the Corporate Governance as enshrined under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued from time to time by SEBI.

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For M M Forgings Limited,



Vidyashankar Krishnan
Vice Chairman and Managing Director

