

B.C.Sen & Co.Ltd.

Jewellers • Diamond Merchants • Exporters

CIN : U27205WB1986PLC041069

Regd. Office : SUMANGAL 1st Floor 4 Lee Road Kolkata - 700 020 India Phone : 91 33 2290 1125 / 2290 1126

E-Mail : bcsltd@bcsenjewellers.com Web Site : www.bcsenjewellers.com

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Remuneration Policy of

B C SEN & CO. Limited ('BCSCL')

'BCSCL's remuneration strategy is aimed at attracting and retaining high standard of relevant talent. The Remuneration Policy, therefore, is market-led and takes into account the competitive circumstance of each business situation of the Company so as to attract and retain high quality talent fulfilling the requisite qualification and leverage performance significantly.

Remuneration of Manager, Directors, Company Secretary, CFO etc.

Remuneration of Manager under the Companies Act, 2013 ('Manager') and the Executive Directors, if any, the Company Secretary, Chief Financial Officer (CFO) and immediately one level below Senior Employees of the Company is determined by the Board of Directors ('Board') of the Company within the broad Policy formulated by the Nomination and Remuneration Committee comprising only of Non-Executive Directors and in conformity with the relevant provisions of the Companies Act, 2013 and also subject to the approval of the Shareholders in their General Meeting. The aforesaid personnel are entitled to performance bonus for each financial year up to such an amount as may be determined by the Board. Such remuneration is linked to short and long term performance objectives appropriate to the working of the Company and its goals as well as the group to which the Company belongs to as well as on the concerned employee's qualification and the grade and the overall performance of such employee of the Company as a whole.

Commission of the Non-Executive and the Independent Directors of the Company is determined by the Board based, inter alia, on Company performance and the prevailing regulatory provisions and is payable on a uniform basis to reinforce the principle of collective responsibility. Non-Executive Directors and the Independent Directors are also entitled to sitting fees for attending Meetings of the Board and Committees thereof, the quantum of which is determined by the Board within the limits as laid down in the Articles of Association of the Company and / or the provisions of the Companies Act, 2013. The sitting fees shall be determined by the Board for attending each meeting of the Board, Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee or any other committee as decided by the Board. The Non-Executive and the Independent Directors may be reimbursed out of pocket expenses for attending Board and Committee Meetings of the Company at a city other than the one in which they reside.

SHOWROOMS

Vaibhav 4 Lee Road Kolkata - 700 020 India Phone : 91 33 2290 1125 / 1126 E-Mail : bcsltd@bcsenjewellers.com

74 & 74/1 Rafi Ahmed Kidwai Road Kolkata - 700 016 India Phone : 91 33 2265 4098 / 0570 E-Mail : rafiahmed@bcsenjewellers.com

City Centre - 1 Salt Lake Block - E 2nd Floor Kolkata - 700 064 India Phone : 91 33 2358 0793 / 0795 E-Mail : citycentre@bcsenjewellers.com

143A Rash Behari Avenue Kolkata 700 029 India Phone : 91 33 2465 1125 / 1127 E-Mail : gariahat@bcsenjewellers.com

City Centre - 2 New Town Block - B 2nd Floor Rajarhat Kolkata - 700 157 India Phone : 91 33 2526 6161 / 6262 E-Mail : rajarhat@bcsenjewellers.com

Premises No. : 129 Diamond Harbour Road Kolkata 700 034 Postal Add : 709 Diamond Harbour Road Kolkata 700 034 India Phone : 91 33 2396 1125 / 1126 E-Mail : behala@bcsenjewellers.com

Gold Souk GF - 7 C - Block Sushant Lok - 1 Gurgaon - 122002 Haryana India Phone : (0124) 411 5201 E-Mail : gurgaon@bcsenjewellers.com

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Service Contracts, Severance Fee and Notice Period:

The appointment of the Manager, the Executive Directors, if any, the Company Secretary, CFO and immediately one level below Senior Employees of the Company is governed by resolutions passed by the Board and the Shareholders of the Company, which cover the terms and conditions of such appointment read with the service rules of the Company. A separate Service Contract is not entered into by the Company with those elevated to the Board from the management cadre, since they already have a Service Contract with the Company. There is no separate provision for payment of severance fee under the resolutions governing the appointment of Manager and Executive Directors, if any, who have all been drawn from amongst the management cadre. The prevailing statutory provisions will however, apply. As per his terms of appointment, a notice of three month's is required to be given by the concerned employee, as the case may be, seeking to vacate office and such resignation takes effect upon the expiration of such notice or its earlier acceptance by the Board.

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