

THE MINUTES OF THE SECOND MEETING OF THE NOMINATION AND REMUNERATION COMMITTEE OF MADHAV COPPER LIMITED FOR THE FINANCIAL YEAR 2018-19 HELD ON THURSDAY, 1ST NOVEMBER, 2018 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. 2107/D, OFFICE NO. 203, 2ND FLOOR, D & I EXCELUS, WAGHAWADI ROAD, BHAVNAGAR - 364001

Following members were present:

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| 1. Mr. Manish Makodia | Chairman |
| 2. Mr. Chaitnya Doshi | Member |
| 3. Mrs Rakshaben Chauhan | Member |

In attendance of :

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| 1. Mr. Kamlesh Solanki | Chief Financial Officer |
| 2. Mr. Kush Bhatt | Company Secretary &
Compliance Officer |

All the directors were present and the proceedings of the meeting were held as under.

1. CHAIRMAN

Mr. Manish Makodia, at the request of the members occupied the chair and called the meeting to order.

2. MINUTES OF THE PREVIOUS MEETING

Minutes of the previous meeting held on 28th May, 2018 were circulated to members of the committee and the same was signed by the Chairman.

3. EVALUATION OF PERFORMANCE OF BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The committee has taken the note of the evaluation of all the Director's and Key Managerial Personnel of the Company.

The committee also reviewed that the duties and responsibilities as assigned by the Company to all the Directors and KMPs are followed and justified in true letter and spirit.

It has also noted that there are no discrepancies from what is expected or assigned to them.

4. VOTE OF THANKS

There being no other business to transact, the meeting was concluded with the vote of thanks to Chair at 11:55 a.m.

Date:

Place: Bhavnagar



CHAIRMAN