

MINUTES OF THE 2ND(2016-17) MEETING OF NOMINATION AND REMUNERATION COMMITTEE OF THE BOARD OF DIRECTORS OF MODELLA WOOLLENS LIMITED HELD ON TUESDAY, 2ND DAY OF AUGUST, 2016 AT 1.30 P.M., AT 4C, VULCAN INSURANCE BLDG, VEER NARIMAN ROAD, MUMBAI - 400 020.

Time of Commencement of meeting: 1.30 P.M

Time of Conclusion of meeting: 2.00 P.M

Present:

Mr. R. K. Chaudhary - Chairman
Mr. B. K. Khemka - Member
Mrs. Gopee Grover - Member

Chairman

Mr. R. K. Chaudhary took the chair to conduct the meeting.

Quorum

The Quorum being present the Chairman called the meeting to order.

1) To consider leave of absence, if any.

All the members of the committee were present.

2) Noting the minutes of preceding meeting:

Minutes of the committee meeting held on 18.05.2016 were noted by the board.

3) To review composition of Board

The Chairman and members of the committee reviewed the composition of board and it was noted that the appointment and re-appointment of directors was as per law and it has right mix of executive and non-executive directors.

Vote of Thanks:

There being no other Business the meeting terminated with a vote of thanks to the Chair.

Date of recording of minutes:

Date of signing of minutes by the Chairman:

Place: MUMBAI

**R. K. Chaudhary
CHAIRMAN
(DIN: 02916342)**