

NOMINATION AND REMUNERATION POLICY

1. PURPOSE

This Policy is adopted by **Kanohar Electricals Limited** ("Company") pursuant to Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to set out the framework for nomination and remuneration of Directors, Key Managerial Personnel ("KMP") and senior management.

Accordingly, the Board has adopted the Policy vide Board Resolution dated January 10, 2026 which can be further amended from time to time.

2. NOMINATION

The Nomination and Remuneration Committee ("NRC") shall:

- Identify persons qualified to become Directors and who may be appointed in senior management;
- While identifying persons for appointment, the Committee may consider, inter alia, qualifications, experience, expertise relevant to the Company's business, integrity, and independence of judgment.
- Recommend to the Board their appointment, re-appointment or removal; and
- Ensure that the Board has an appropriate balance of skills, experience and independence.

3. REMUNERATION

The NRC shall recommend remuneration for Directors, KMP and senior management which shall:

- Be reasonable and sufficient to attract, retain and motivate qualified persons;
- involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
- Be in compliance with applicable law.

4. CRITERIA FOR PERFORMANCE EVALUATION

- The NRC may consider, inter alia:
- Individual performance;
- Contribution to business objectives; and
- Compliance with governance and ethical standards.

5. REMUNERATION OF INDEPENDENT DIRECTORS

Independent Directors shall be paid remuneration by way of sitting fees, reimbursement of expenses and such other remuneration as may be approved in accordance with applicable law.

6. AMENDMENT

The NRC may amend this Policy from time to time, subject to applicable law.

7. PUBLICATION

This Policy shall be disclosed on the website of the Company.