

September 5, 2018

Mr. Yogesh A. Thar
Bansi S. Mehta & Co.
Chartered Accountants,
Merchant Chambers
3rd Floor, 41 New Marine Lines
Mumbai: 400 020

Dear Mr. Thar,

Sub: Reappointment as an Independent Director

I am pleased to inform you that Members of Kewal Kiran Clothing Limited ('the Company') has approved your reappointment as an Independent Director of the Company in the Annual General Meeting held on September 4, 2018. This letter sets out the terms of your reappointment.

1. Term of Reappointment

In accordance with the provisions of the Companies Act, 2013 and other applicable laws, you will be serving a second consecutive term of five consecutive years as an Independent Director of the Board w.e.f April 1, 2019 to March 31, 2024. You have been reappointed as an Independent Director not liable to retirement by rotation.

2. Board Committees

During your term you may require to serve on one or more of the committees of the Board including Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility, Stakeholders Relationship and Shareholder/ Investor Grievance Committee, Risk Management Committee and Share Transfer Committee as the Board may decide.

3. Training of the Board

Presentations are made by executive directors / senior managerial personnel. The presentations cover an overview of our strategy and operations to familiarize the new inductees about the strategy, operations and functions of our Company. The induction program will provide an opportunity to interact with the senior leadership of the Company and help the inductees understand the Company's strategy, operations, service and product offerings, markets, software delivery, organization structure, finance, HR, technology, quality, facilities and risk management.

4. Functions and Duties, Code of Conduct for Directors, Code for Independent Directors and Code of Conduct for prevention of Insider Trading for Directors and Employees

You will be expected to perform your duties, whether, fiduciary or common law, faithfully, efficiently and diligently to a standard commensurate with both the functions of your role and knowledge, skills and experience. You will have all the

Regd. & Corporate Off.: 460/7, Kewal Kiran Estate, I.B.Patel Rd., Near Western Express Highway, Goregaon (E), Mumbai - 400 063.
Tel: 91 - 22 - 26814400 Fax : 91 - 22 - 26814410. Email : contact@kewalkiran.com • Corporate Identity Number (CIN) : L18101MH1992PLC065136

www.kewalkiran.com

usual duties of an Independent Director under Company law and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including attendance at board meetings, the annual general meeting, meetings of Independent Directors, meetings with investors and shareholders and other Board events together with such additional duties as may be agreed with the Board and may relate to the business of the Company. You will be expected to devote appropriate preparation and travel time ahead of each meeting.

As a Director of Kewal Kiran Clothing Limited, you will have legal duties and obligations under Companies Act 2013. It is expected that you will familiarize yourself with the relevant Directors' Duties, Roles and Responsibilities as set out in the Code of Conduct of the Company, Code for Independent Directors and Code of Conduct for Prevention of Insider Trading for Directors and Employees and abide with the same.

5. Liability

As an Independent Director you will be liable only in respect of such acts of omission or commission by the Company which had occurred with your knowledge, attributable through Board processes and with your consent or connivance or where you had not acted diligently.

6. Technology

Being a Director, you may make use of video, telephone, electronic mail, any other technology which permits each Director to communicate with every other Director or any combination of these technologies for the purpose of calling and holding Directors' meetings.

You may attend the Board or Committee meeting through video conferencing or other audio visual means subject to the applicable provisions of the Companies Act, 2013.

7. Conflict of Interest

It is expected that you will not serve on the Boards of competing companies. By accepting this reappointment you will be deemed to have confirmed that any other position you hold including your directorships in other organizations, shall not give rise to any conflicts of interest in relation to your appointment as an Independent Director of the Company. On becoming aware of any conflict or potential conflict, you are expected to notify the Company Secretary.

As an Independent Director you shall not engage in any activities that are not expected from you as an Independent Director. Apart from the applicable law and good corporate governance practices, there are no other additional limitations.

8. Disclosures

You shall be required to submit certain information in the prescribed forms on a defined periodicity. The Company Secretary shall be the coordinating officer for the same.

You are required to disclose to the Company your interests and any matters (excluding those matters which may be subject to legal professional privilege) which affect your independence.

During your tenure as an Independent Director you are required to give a declaration that you meet the criteria of independence every financial year as provided under Section 149 of the Companies Act, 2013.

9. Independent Directors' discussion

The Board's policy is to have regular "Independent Directors only" meetings so that they can have a full and frank discussion on the performance of the Company, risks faced by the Company, and the performance of executive members of the Board including the Chairperson. The Independent Director presiding over such meetings may invite the Chairman, any Executive Director and any senior management personnel to make presentations on relevant issues.

10. Director's Fees

You shall be paid a sitting fees as decided by the Board from time to time by passing Board resolution for attending each meeting of Board as well as the Audit Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee meetings attended by you, as per the provision of Section 197 of the Companies Act, 2013 and the Articles of Association of the Company.

The Company shall reimburse you all travelling, hotel, and other incidental expenses properly and reasonably incurred by you in performance of duties as per provisions of the Companies Act, 2013 in conjunction with the Company rules and policies.

11. Review

The performance of individual Directors, the whole Board and its Committees is evaluated annually, if, in the interim, there are any matters which cause you concern about your role you should discuss them with the senior Independent Directors as soon as you can.

12. Induction & Training

Wherever possible, Directors will be encouraged to attend special training courses by various professional bodies to ensure that the Directors are refreshed and equipped to perform their role in the highest standards and performance possible. You should feel free to request any further information which you require, at any time.

13. Indemnity and Insurance/ Provision for Directors and Officers (D&O) Insurance

The Company has obtained a Director's and Officer's liability insurance Policy for you. Details of the same will be provided by the Company Secretary.

14. Confidentiality and Access to Company Records

Under Company law Directors have a right of access to Company's documents and records, including financial records.

Any confidential information which may come to your knowledge in the performance of your duties as a Director of the Company must not be divulged, except so far as:

- (a) may be necessary in connection with the proper performance of your duties to the Company;
- (b) the Company may from time to time authorize you to disclose such information as may be required by you with the condition that you will take all reasonable precautions as may be necessary to maintain the secrecy and confidentiality of all confidential information of the Company; or
- (c) You may be required by law to disclose.

15. Applicable Law

This letter of appointment shall be governed by the laws of India.

Kindly confirm your agreement to the terms set out above by signing the endorsement on the enclosed copy. Please return the copy to me at the above address. In returning this letter duly signed, you agree that the Company may make this letter publicly available.

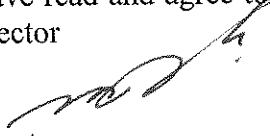
Yours sincerely,

For Kewal Kiran Clothing Limited

KEWALCHAND P. JAIN

KEWALCHAND P. JAIN
CHAIRMAN & MANAGING DIRECTOR

I have read and agree to the above terms regarding my reappointment as an Independent Director


Signature

Name: YOGESH A. THAR

DIN: 02687466

Date: 19/9/2018

Place: Mumbai

September 5, 2018

Mr. Nimish G. Pandya
Pandya & Co.,
1210A, 1 BKC Building
C wing, Opp. Bank of Baroda
Bandra Kurla Complex,
Bandra East,
Mumbai: 400 051

Dear Mr. Pandya,

Sub: Reappointment as an Independent Director

I am pleased to inform you that Members of Kewal Kiran Clothing Limited ('the Company') has approved your reappointment as an Independent Director of the Company in the Annual General Meeting held on September 4, 2018. This letter sets out the terms of your reappointment.

1. Term of Reappointment

In accordance with the provisions of the Companies Act, 2013 and other applicable laws, you will be serving a second consecutive term of five consecutive years as an Independent Director of the Board w.e.f April 1, 2019 to March 31, 2024. You have been reappointed as an Independent Director not liable to retirement by rotation.

2. Board Committees

During your term you may require to serve on one or more of the committees of the Board including Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility, Stakeholders Relationship and Shareholder/ Investor Grievance Committee, Risk Management Committee and Share Transfer Committee as the Board may decide.

3. Training of the Board

Presentations are made by executive directors / senior managerial personnel. The presentations cover an overview of our strategy and operations to familiarize the new inductees about the strategy, operations and functions of our Company. The induction program will provide an opportunity to interact with the senior leadership of the Company and help the inductees understand the Company's strategy, operations, service and product offerings, markets, software delivery, organization structure, finance, HR, technology, quality, facilities and risk management.

4. Functions and Duties, Code of Conduct for Directors, Code for Independent Directors and Code of Conduct for prevention of Insider Trading for Directors and Employees

You will be expected to perform your duties, whether, fiduciary or common law, faithfully, efficiently and diligently to a standard commensurate with both the

Regd. & Corporate Off.: 460/7, Kewal Kiran Estate, I.B. Patel Rd., Near Western Express Highway, Goregaon (E), Mumbai - 400 063.
Tel: 91 - 22 - 26814400 Fax : 91 - 22 - 26814410. Email : contact@kewalkiran.com • Corporate Identity Number (CIN) : L18101MH1992PLC065136

www.kewalkiran.com

functions of your role and knowledge, skills and experience. You will have all the usual duties of an Independent Director under Company law and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including attendance at board meetings, the annual general meeting, meetings of Independent Directors, meetings with investors and shareholders and other Board events together with such additional duties as may be agreed with the Board and may relate to the business of the Company. You will be expected to devote appropriate preparation and travel time ahead of each meeting.

As a Director of Kewal Kiran Clothing Limited, you will have legal duties and obligations under Companies Act 2013. It is expected that you will familiarize yourself with the relevant Directors' Duties, Roles and Responsibilities as set out in the Code of Conduct of the Company, Code for Independent Directors and Code of Conduct for Prevention of Insider Trading for Directors and Employees and abide with the same.

5. Liability

As an Independent Director you will be liable only in respect of such acts of omission or commission by the Company which had occurred with your knowledge, attributable through Board processes and with your consent or connivance or where you had not acted diligently.

6. Technology

Being a Director, you may make use of video, telephone, electronic mail, any other technology which permits each Director to communicate with every other Director or any combination of these technologies for the purpose of calling and holding Directors' meetings.

You may attend the Board or Committee meeting through video conferencing or other audio visual means subject to the applicable provisions of the Companies Act, 2013.

7. Conflict of Interest

It is expected that you will not serve on the Boards of competing companies. By accepting this reappointment you will be deemed to have confirmed that any other position you hold including your directorships in other organizations, shall not give rise to any conflicts of interest in relation to your appointment as an Independent Director of the Company. On becoming aware of any conflict or potential conflict, you are expected to notify the Company Secretary.

As an Independent Director you shall not engage in any activities that are not expected from you as an Independent Director. Apart from the applicable law and good corporate governance practices, there are no other additional limitations.

8. Disclosures

You shall be required to submit certain information in the prescribed forms on a defined periodicity. The Company Secretary shall be the coordinating officer for the same.

You are required to disclose to the Company your interests and any matters (excluding those matters which may be subject to legal professional privilege) which affect your independence.

During your tenure as an Independent Director you are required to give a declaration that you meet the criteria of independence every financial year as provided under Section 149 of the Companies Act, 2013.

9. Independent Directors' discussion

The Board's policy is to have regular "Independent Directors only" meetings so that they can have a full and frank discussion on the performance of the Company, risks faced by the Company, and the performance of executive members of the Board including the Chairperson. The Independent Director presiding over such meetings may invite the Chairman, any Executive Director and any senior management personnel to make presentations on relevant issues.

10. Director's Fees

You shall be paid a sitting fees as decided by the Board from time to time by passing Board resolution for attending each meeting of Board as well as the Audit Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee meetings attended by you, as per the provision of Section 197 of the Companies Act, 2013 and the Articles of Association of the Company.

The Company shall reimburse you all travelling, hotel, and other incidental expenses properly and reasonably incurred by you in performance of duties as per provisions of the Companies Act, 2013 in conjunction with the Company rules and policies.

11. Review

The performance of individual Directors, the whole Board and its Committees is evaluated annually, if, in the interim, there are any matters which cause you concern about your role you should discuss them with the senior Independent Directors as soon as you can.

12. Induction & Training

Wherever possible, Directors will be encouraged to attend special training courses by various professional bodies to ensure that the Directors are refreshed and equipped to perform their role in the highest standards and performance possible. You should feel free to request any further information which you require, at any time.

13. Indemnity and Insurance/ Provision for Directors and Officers (D&O) Insurance

The Company has obtained a Director's and Officer's liability insurance Policy for you. Details of the same will be provided by the Company Secretary.

14. Confidentiality and Access to Company Records

Under Company law Directors have a right of access to Company's documents and records, including financial records.

Any confidential information which may come to your knowledge in the performance of your duties as a Director of the Company must not be divulged, except so far as:

- (a) may be necessary in connection with the proper performance of your duties to the Company;
- (b) the Company may from to time authorize you to disclose such information as may be required by you with the condition that you will take all reasonable precautions as may be necessary to maintain the secrecy and confidentiality of all confidential information of the Company; or
- (c) You may be required by law to disclose.

15. Applicable Law

This letter of appointment shall be governed by the laws of India.

Kindly confirm your agreement to the terms set out above by signing the endorsement on the enclosed copy. Please return the copy to me at the above address. In returning this letter duly signed, you agree that the Company may make this letter publicly available.

Yours sincerely,

For Kewal Kiran Clothing Limited

Kevalchand P. Jain

KEWALCHAND P. JAIN
CHAIRMAN & MANAGING DIRECTOR

I have read and agree to the above terms regarding my reappointment as an Independent Director

Nimish G. Pandya
Signature

Name: NIMISH G. PANDYA

DIN: 00326966

Date: 10/09/18

Place: Mumbai

September 5, 2018

Dr. Prakash A. Mody
Chairman & Managing Director
Unichem Laboratories Ltd.
Mahalaxmi Chambers, 2nd Floor,
Bhulabhai Desai Road,
Mumbai: 400 026

Dear Dr. Mody,

Sub: Reappointment as an Independent Director

I am pleased to inform you that Members of Kewal Kiran Clothing Limited ('the Company') has approved your reappointment as an Independent Director of the Company in the Annual General Meeting held on September 4, 2018. This letter sets out the terms of your reappointment.

1. Term of Reappointment

In accordance with the provisions of the Companies Act, 2013 and other applicable laws, you will be serving a second consecutive term of five consecutive years as an Independent Director of the Board w.e.f April 1, 2019 to March 31, 2024. You have been reappointed as an Independent Director not liable to retirement by rotation.

2. Board Committees

During your term you may require to serve on one or more of the committees of the Board including Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility, Stakeholders Relationship and Shareholder/ Investor Grievance Committee, Risk Management Committee and Share Transfer Committee as the Board may decide.

3. Training of the Board

Presentations are made by executive directors / senior managerial personnel. The presentations cover an overview of our strategy and operations to familiarize the new inductees about the strategy, operations and functions of our Company. The induction program will provide an opportunity to interact with the senior leadership of the Company and help the inductees understand the Company's strategy, operations, service and product offerings, markets, software delivery, organization structure, finance, HR, technology, quality, facilities and risk management.

4. Functions and Duties, Code of Conduct for Directors, Code for Independent Directors and Code of Conduct for prevention of Insider Trading for Directors and Employees

You will be expected to perform your duties, whether, fiduciary or common law, faithfully, efficiently and diligently to a standard commensurate with both the functions of your role and knowledge, skills and experience. You will have all the

Regd. & Corporate Off.: 460/7, Kewal Kiran Estate, I.B.Patel Rd., Near Western Express Highway, Goregaon (E), Mumbai - 400 063.
Tel: 91 - 22 - 26814400 Fax : 91 - 22 - 26814410. Email : contact@kewalkiran.com • Corporate Identity Number (CIN) : L18101MH1992PLC065136

www.kewalkiran.com

usual duties of an Independent Director under Company law and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including attendance at board meetings, the annual general meeting, meetings of Independent Directors, meetings with investors and shareholders and other Board events together with such additional duties as may be agreed with the Board and may relate to the business of the Company. You will be expected to devote appropriate preparation and travel time ahead of each meeting.

As a Director of Kewal Kiran Clothing Limited, you will have legal duties and obligations under Companies Act 2013. It is expected that you will familiarize yourself with the relevant Directors' Duties, Roles and Responsibilities as set out in the Code of Conduct of the Company, Code for Independent Directors and Code of Conduct for Prevention of Insider Trading for Directors and Employees and abide with the same.

5. Liability

As an Independent Director you will be liable only in respect of such acts of omission or commission by the Company which had occurred with your knowledge, attributable through Board processes and with your consent or connivance or where you had not acted diligently.

6. Technology

Being a Director, you may make use of video, telephone, electronic mail, any other technology which permits each Director to communicate with every other Director or any combination of these technologies for the purpose of calling and holding Directors' meetings.

You may attend the Board or Committee meeting through video conferencing or other audio visual means subject to the applicable provisions of the Companies Act, 2013.

7. Conflict of Interest

It is expected that you will not serve on the Boards of competing companies. By accepting this reappointment you will be deemed to have confirmed that any other position you hold including your directorships in other organizations, shall not give rise to any conflicts of interest in relation to your appointment as an Independent Director of the Company. On becoming aware of any conflict or potential conflict, you are expected to notify the Company Secretary.

As an Independent Director you shall not engage in any activities that are not expected from you as an Independent Director. Apart from the applicable law and good corporate governance practices, there are no other additional limitations.

8. Disclosures

You shall be required to submit certain information in the prescribed forms on a defined periodicity. The Company Secretary shall be the coordinating officer for the same.

You are required to disclose to the Company your interests and any matters (excluding those matters which may be subject to legal professional privilege) which affect your independence.

During your tenure as an Independent Director you are required to give a declaration that you meet the criteria of independence every financial year as provided under Section 149 of the Companies Act, 2013.

9. Independent Directors' discussion

The Board's policy is to have regular "Independent Directors only" meetings so that they can have a full and frank discussion on the performance of the Company, risks faced by the Company, and the performance of executive members of the Board including the Chairperson. The Independent Director presiding over such meetings may invite the Chairman, any Executive Director and any senior management personnel to make presentations on relevant issues.

10. Director's Fees

You shall be paid a sitting fees as decided by the Board from time to time by passing Board resolution for attending each meeting of Board as well as the Audit Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee meetings attended by you, as per the provision of Section 197 of the Companies Act, 2013 and the Articles of Association of the Company.

The Company shall reimburse you all travelling, hotel, and other incidental expenses properly and reasonably incurred by you in performance of duties as per provisions of the Companies Act, 2013 in conjunction with the Company rules and policies.

11. Review

The performance of individual Directors, the whole Board and its Committees is evaluated annually, if, in the interim, there are any matters which cause you concern about your role you should discuss them with the senior Independent Directors as soon as you can.

12. Induction & Training

Wherever possible, Directors will be encouraged to attend special training courses by various professional bodies to ensure that the Directors are refreshed and equipped to perform their role in the highest standards and performance possible. You should feel free to request any further information which you require, at any time.

13. Indemnity and Insurance/ Provision for Directors and Officers (D&O) Insurance

The Company has obtained a Director's and Officer's liability insurance Policy for you. Details of the same will be provided by the Company Secretary.

14. Confidentiality and Access to Company Records

Under Company law Directors have a right of access to Company's documents and records, including financial records.

Any confidential information which may come to your knowledge in the performance of your duties as a Director of the Company must not be divulged, except so far as:

- (a) may be necessary in connection with the proper performance of your duties to the Company;
- (b) the Company may from to time authorize you to disclose such information as may be required by you with the condition that you will take all reasonable precautions as may be necessary to maintain the secrecy and confidentiality of all confidential information of the Company; or
- (c) You may be required by law to disclose.

15. Applicable Law

This letter of appointment shall be governed by the laws of India.

Kindly confirm your agreement to the terms set out above by signing the endorsement on the enclosed copy. Please return the copy to me at the above address. In returning this letter duly signed, you agree that the Company may make this letter publicly available.

Yours sincerely,
For Kewal Kiran Clothing Limited

KEWALCHAND P. JAIN

KEWALCHAND P. JAIN
CHAIRMAN & MANAGING DIRECTOR

I have read and agree to the above terms regarding my reappointment as an Independent Director

Signature

Name: PRAKASH A. MODY

DIN: 00001285

Date: 19/9/18

Place: Mumbai

September 5, 2018

Ms. Drushti R. Desai
Bansi S. Mehta & Co.,
Chartered Accountants,
Merchant Chambers,
3rd Floor, 41 New Marine Lines,
Mumbai: 400 020

Dear Ms. Desai,

Sub: Reappointment as an Independent Director

I am pleased to inform you that Members of Kewal Kiran Clothing Limited ('the Company') has approved your reappointment as an Independent Director of the Company in the Annual General Meeting held on September 4, 2018. This letter sets out the terms of your reappointment.

1. Term of Reappointment

In accordance with the provisions of the Companies Act, 2013 and other applicable laws, you will be serving a second consecutive term of five consecutive years as an Independent Director of the Board w.e.f August 28, 2019 to August 27, 2024. You have been reappointed as an Independent Director not liable to retirement by rotation.

2. Board Committees

During your term you may require to serve on one or more of the committees of the Board including Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility, Stakeholders Relationship and Shareholder/ Investor Grievance Committee, Risk Management Committee and Share Transfer Committee as the Board may decide.

3. Training of the Board

Presentations are made by executive directors / senior managerial personnel. The presentations cover an overview of our strategy and operations to familiarize the new inductees about the strategy, operations and functions of our Company. The induction program will provide an opportunity to interact with the senior leadership of the Company and help the inductees understand the Company's strategy, operations, service and product offerings, markets, software delivery, organization structure, finance, HR, technology, quality, facilities and risk management.

4. Functions and Duties, Code of Conduct for Directors, Code for Independent Directors and Code of Conduct for prevention of Insider Trading for Directors and Employees

You will be expected to perform your duties, whether, fiduciary or common law, faithfully, efficiently and diligently to a standard commensurate with both the functions of your role and knowledge, skills and experience. You will have all the

Regd. & Corporate Off.: 460/7, Kewal Kiran Estate, I.B.Patel Rd., Near Western Express Highway, Goregaon (E), Mumbai - 400 063.
Tel: 91 - 22 - 26814400 Fax : 91 - 22 - 26814410. Email : contact@kewalkiran.com • Corporate Identity Number (CIN) : L18101MH1992PLC065136

www.kewalkiran.com

usual duties of an Independent Director under Company law and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including attendance at board meetings, the annual general meeting, meetings of Independent Directors, meetings with investors and shareholders and other Board events together with such additional duties as may be agreed with the Board and may relate to the business of the Company. You will be expected to devote appropriate preparation and travel time ahead of each meeting.

As a Director of Kewal Kiran Clothing Limited, you will have legal duties and obligations under Companies Act 2013. It is expected that you will familiarize yourself with the relevant Directors' Duties, Roles and Responsibilities as set out in the Code of Conduct of the Company, Code for Independent Directors and Code of Conduct for Prevention of Insider Trading for Directors and Employees and abide with the same.

5. Liability

As an Independent Director you will be liable only in respect of such acts of omission or commission by the Company which had occurred with your knowledge, attributable through Board processes and with your consent or connivance or where you had not acted diligently.

6. Technology

Being a Director, you may make use of video, telephone, electronic mail, any other technology which permits each Director to communicate with every other Director or any combination of these technologies for the purpose of calling and holding Directors' meetings.

You may attend the Board or Committee meeting through video conferencing or other audio visual means subject to the applicable provisions of the Companies Act, 2013.

7. Conflict of Interest

It is expected that you will not serve on the Boards of competing companies. By accepting this reappointment you will be deemed to have confirmed that any other position you hold including your directorships in other organizations, shall not give rise to any conflicts of interest in relation to your appointment as an Independent Director of the Company. On becoming aware of any conflict or potential conflict, you are expected to notify the Company Secretary.

As an Independent Director you shall not engage in any activities that are not expected from you as an Independent Director. Apart from the applicable law and good corporate governance practices, there are no other additional limitations.

8. Disclosures

You shall be required to submit certain information in the prescribed forms on a defined periodicity. The Company Secretary shall be the coordinating officer for the same.

You are required to disclose to the Company your interests and any matters (excluding those matters which may be subject to legal professional privilege) which affect your independence.

During your tenure as an Independent Director you are required to give a declaration that you meet the criteria of independence every financial year as provided under Section 149 of the Companies Act, 2013.

9. Independent Directors' discussion

The Board's policy is to have regular "Independent Directors only" meetings so that they can have a full and frank discussion on the performance of the Company, risks faced by the Company, and the performance of executive members of the Board including the Chairperson. The Independent Director presiding over such meetings may invite the Chairman, any Executive Director and any senior management personnel to make presentations on relevant issues.

10. Director's Fees

You shall be paid a sitting fees as decided by the Board from time to time by passing Board resolution for attending each meeting of Board as well as the Audit Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee meetings attended by you, as per the provision of Section 197 of the Companies Act, 2013 and the Articles of Association of the Company.

The Company shall reimburse you all travelling, hotel, and other incidental expenses properly and reasonably incurred by you in performance of duties as per provisions of the Companies Act, 2013 in conjunction with the Company rules and policies.

11. Review

The performance of individual Directors, the whole Board and its Committees is evaluated annually, if, in the interim, there are any matters which cause you concern about your role you should discuss them with the senior Independent Directors as soon as you can.

12. Induction & Training

Wherever possible, Directors will be encouraged to attend special training courses by various professional bodies to ensure that the Directors are refreshed and equipped to perform their role in the highest standards and performance possible. You should feel free to request any further information which you require, at any time.

13. Indemnity and Insurance/ Provision for Directors and Officers (D&O) Insurance

The Company has obtained a Director's and Officer's liability insurance Policy for you. Details of the same will be provided by the Company Secretary.

14. Confidentiality and Access to Company Records

Under Company law Directors have a right of access to Company's documents and records, including financial records.

Any confidential information which may come to your knowledge in the performance of your duties as a Director of the Company must not be divulged, except so far as:

- (a) may be necessary in connection with the proper performance of your duties to the Company;
- (b) the Company may from to time authorize you to disclose such information as may be required by you with the condition that you will take all reasonable precautions as may be necessary to maintain the secrecy and confidentiality of all confidential information of the Company; or
- (c) You may be required by law to disclose.

15. Applicable Law

This letter of appointment shall be governed by the laws of India.

Kindly confirm your agreement to the terms set out above by signing the endorsement on the enclosed copy. Please return the copy to me at the above address. In returning this letter duly signed, you agree that the Company may make this letter publicly available.

Yours sincerely,

For Kewal Kiran Clothing Limited

Ke - Kiran - 1, 2 - 18

KEWALCHAND P. JAIN
CHAIRMAN & MANAGING DIRECTOR

I have read and agree to the above terms regarding my reappointment as an Independent Director.

Signature *DR Desai*

Name: DRUSHTI R. DESAI

DIN: 00294249

Date: 19/9/2018

Place: Mumbai