



To,  
**Ms. Sakshi Chourasiya (DIN: 09370037)**  
**302-E Block Nilgiri , Kalindi Mid Town**  
**Village Devguradiya,**  
**Indore 452016(M.P.)**

**Date: 25<sup>th</sup> October, 2021**

**Subject: Appointment as an Additional Director as well as Non-Executive Independent Director on Board of Directors of the Company.**

Dear Madam,

We are pleased to inform you that upon the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at their Meeting held on 25<sup>th</sup> October, 2021 have appointed you as the Additional Director as well as Independent Director of the Company w.e.f. 25<sup>th</sup> October, 2021 for a period of 5 years subject to approval of members of the company in the ensuing general meeting.

Your appointment would be subject to the following terms and conditions:

**Appointment**

In accordance with the provisions of the Companies Act, 2013 and other applicable laws, you will serve as an Independent Director of the Board for a term of 5 years from the date of your appointment i.e. 25<sup>th</sup> October 2021, to 24<sup>th</sup> October, 2026. Your appointment is subject to the approval of shareholders.

**Role of the Board**

The Board's role is to effectively represent, and promote the interests of, shareholders with a view to adding long-term value to the company's shares. Having regards to its role the Board of Directors, and supervises the management of the business and affairs of the company including, in particular:

1. ensuring that the company's goals are clearly established, and that strategies are in place for achieving them;
2. establishing policies for strengthening the performance of the company including ensuring that management is proactively seeking to build the business through innovation, initiative, technology, new products and the development of its business capital;
3. monitoring the performance of management;

4. deciding on whatever steps are necessary to protect the company's financial position and the ability to meet its debts and other obligations when they fall due, and ensuring that such steps are taken;
5. ensuring that the company's financial statements are true and fair and otherwise conform with law;
6. ensuring that the company adheres to high standards of ethics and corporate behavior; and
7. ensuring that the company has appropriate risk management/regulatory compliance policies in place.

However, day to day management of the company is left to management of the Company.

#### **Board Committees**

The Board may, if it deems fit, invite you for being appointed on one or more existing Board Committees or any such Committee that may be set up in the future. Your appointment on such Committee(s) will be subject to the applicable regulations.

#### **Board and Individual Director Evaluation Processes**

The performances of the Board as a whole, its committees and individual directors are evaluated annually. If, in the meantime, there are any matters which cause you concern about your role you should discuss them with the Chairman of the Board as soon as appropriate.

#### **Confidentiality & Others**

All information acquired during your appointment is confidential to the company and should not be disclosed either during your appointment or following termination (by whatever means) to third parties except as permitted by law and with prior clearance from the Chairman.

We look forward to your association with us.

Thanking you,

Yours faithfully

**FOR VIJI FINANCE LIMITED**

  
**Vijay Kothari**  
**Managing Director**  
**DIN: 00172878**

