

K G DENIM LIMITED

REGD. OFFICE: THEN THIRUMALAI
METTUPALAYAM - 641 302.
COIMBATORE DISTRICT
TAMILNADU, INDIA.

kg
Denim

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CIN : L17115TZ1992PLC003798



KGDL/SECTL/2014

08th September, 2014

Shri G V S Desikan
78, A K Nagar
Coimbatore - 641 011.

Dear Sir,

Sub : Appointment of Independent Director

We are glad to inform you that at the 22nd Annual General Meeting of the Members of the Company held on 08th September, 2014, you have been appointed as an 'Independent Director' of the Company for a period of five consecutive years w.e.f. 01.04.2014.

The role, functions, duties and responsibilities as an Independent Director shall be as per the provisions of Section 149, Section 166 and Schedule IV of the Companies Act, 2013, read with the Clause 49 of the Listing Agreement copies of which are enclosed herewith for your kind reference (Annexure -I).

Your appointment is also governed by the code of conduct for Directors and Employees adopted by the Board of Directors of the Company.

During the said tenure of office, you may also be required to serve on all or any of the Committees of the Board such as, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, etc., as may be decided by the Board from time to time.

To facilitate meaningful and focused discussion, the date of Board and Committee Meetings are decided well in advance and the required papers are circulated to the Directors.

Please note that, you are entitled to sitting fees of Rs.7,500/- for attending the meeting of the Board and Rs.25,000/- for attending the meeting of the Audit Committee per meeting.

Please acknowledge receipt by returning a copy of this letter duly signed.

Thanking you.

Yours faithfully
For **K G DENIM LIMITED**

KG BAALAKRISHNAN
EXECUTIVE CHAIRMAN

Encl. As above