

Dana Incorporated
Fairfield Atlas Limited

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Remuneration Policy for Managing Director and Senior Managing Personnel

- Managing Director would be paid such remuneration as mutually agreed between him and the Company within overall limits of the Companies Act 2013 and remuneration policy of Dana Group as applicable to Senior Managerial Personnel and is subject to shareholder approval.
- 2) The remuneration of Key Managerial Personnel consists mainly of salary, allowances, perquisites, incentives.
- 3) Remuneration level is considered depending on the individual's role, experience and achievement of results.
- 4) Salary increases are determined on overall performance and in achieving success in key result areas.

Criteria of Independence of Directors would be as laid down in the Companies Act 2013. The Independent Directors would be required to abide by the Code of Conduct of Independence as specified in Schedule IV to the Companies Act 2013.