



Gujarat Petrosynthese Limited

GPL House, Plot No.1, Compartment No.2, Marol Cooperative Industrial Estate,
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CIN No. L23209KA1977PLC043357

30th September 2014

Mr. T N R Rao,
(DIN 01230757)
Independent Director
Gujarat Petrosynthese Ltd.
Bangalore

Subject: Appointment as an Independent director

Dear Sir,

We are pleased to inform you that at the 37th Annual General Meeting of the company held on 25th Sept., 2014, the shareholders of the company have appointed you as a Non-executive Independent Director of the company as per section 149 read with schedule IV of the Companies Act, 2013 (the Act). We feel proud to welcome you on the Board.

As required by section IV of schedule IV of the Act following details are provided.

1. Your term of appointment on the Board will be for a period of five years w.e.f. 1st April, 2014. You are not liable to retire by rotation.
2. You are holding membership of the following committees of the Board. The Board expects and welcomes your guidance, expertise and valued suggestions.
 - Stake holders Relationship Committee
 - Nomination and Remuneration committee
3. As an independent Director you will comply with the Code for Independent Directors as mentioned in Schedule IV of the Act.
4. As an independent Director you will try to avoid conflict of personal interest and will perform your fiduciary duties.
5. You will be paid sitting fees of Rs. 5000/- per meeting of the Board of Directors and Rs. 1500/- per committee meeting of the Board. You are also entitle to traveling and other out of pocket expenses incurred by you in connection with attending meeting of Board or committee of the Board.
6. We would like to mention that any expenditure incurred by you in relation to business of the Company will be reimbursed by the Company.

We welcome you on the Board.

For Gujarat Petrosynthese Ltd.


(R M Thakkar)

Chairman & Managing Director