



Date: 12th February, 2017

To,
RajgopalanSrinivasalyengar
A-6, NutanShriram,
Plot No:20,Sector 9-A,
Vashi,
Navi Mumbai -400703

SUBJECT: Appointment Letter for the post of Chief Executive Officer

Dear Sir,

We are pleased to inform you that the Board of Directors of Empower India Limited at their meeting held on **11th February, 2017** has decided to appoint you as a Chief Executive Officer of the Company with immediate effect on recommendation of Nomination and Remuneration Committee with immediate effect. This letter confirms your appointment as a Chief Executive Officer of the Company and outlines the terms of the appointment.

Duration of Appointment

In accordance with the provisions of the Companies Act, 2013 and any other applicable laws, you will serve as a Chief Executive Officer on the Board from 11th February,2017 till the time period decided by Board of Director.

Remuneration

You will be entitled to remuneration and sitting fee for attending meetings of the Board and the Committees as may be decided by the Board from time to time on such terms and conditions as mutually decided by you and Board of Directors.

Reimbursement of Expenses

In addition to remuneration described above, the Company will, for the period of your appointment, reimburse you such a fair and reasonable expenditure as may have been incurred by you while performing your role and duties as a Chief Executive Officer of the Company.

Time Commitment

As a Chief Executive Officer of the Company you are expected to bring objectivity of view to the Board's discussions and help to provide the Board with effective leadership in relation to the Company's strategy, performance and Risk Management as well as ensuring high standards of

Empower India Limited

CIN: L51900MH1981PLC023931

Regd Office: 25 /25A, 11nd Floor, 327, Nawab Building, D.N.Road, Fort, Mumbai – 400 001.

Phone: 022- 22045055, 22045044, Mobile/Helpdesk No.: 9594750003

Email: info@empowerindia.in; Website: www.empowerindia.in





Financial Probity and Corporate Governance. You shall allocate sufficient time to discharge your duties and meet the expectations of the Board.

Change of Personal Details

During the term, you shall promptly intimate the Company and the Registrar of the Companies in the prescribed manner, of any change in the address or other contact and personal details provided to the Company.

Your Roles & Responsibilities in this position are as follows.

- Supports operations and administration of Board by advising and informing Board members, interfacing between Board and staff, and supporting Board's evaluation of chief executive;
- To lead and oversee the implementation of the Company's long and short term plans in accordance with its strategy;
- To ensure effective internal controls and management information systems are in place;
- Recommends yearly budget for Board approval and prudently manages organization's resources within those budget guidelines according to current laws and regulations;
- Effectively Manage Human Resource of the organization;
- Assures that organization and its missions, programs, product and services are consistently presented in strong, positive image to stakeholders;
- To ensure that the Company maintains high standards of corporate citizenship and social responsibility wherever it does business;
- To ensure the integrity of all public disclosure by the Company;
- Oversees fund raising planning and implementation, including identifying resource requirements, researching funding sources;
- to act as a liaison between management and the Board;
- To execute the decision of the Board;
- To do all such acts & things which Board may think fit;

Disclosure of Interest

You shall disclose material interest that in any transaction or arrangement that the Company has entered into. Such interest should be disclosed no later than when the transaction or arrangement comes up at a Board meeting so that the minutes may record your interest appropriately and our records are updated. A general notice that you are interested in any contracts with a particular person, firm or company is acceptable.

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Termination

You may resign from your position at any time and should you wish to do so, you are requested to serve a reasonable written notice to the Board.

Code of Conduct

During your tenure, you are required to comply with the Code of Conduct for the Members of the Board of Directors and Senior Management of the Company.

Confidentiality

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 are confident that the Board and the Company will benefit immensely from your rich expertise and we are eager to have you as an integral part of the growth of our Company.

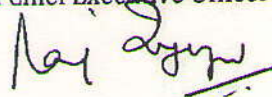
Please confirm your acceptance to the above by signing and returning the enclosed duplicate of this Letter.

Thanking You,
For Empower India Limited


Kiran Dilip Thakore
Director
DIN: 03140791



I have read and agreed and accepted the above terms and conditions regarding my appointment as a Chief Executive Officer of Empower India Limited



(Signature)
Rajgopalan Iyengar

Date: 12th February, 2017
Place: Mumbai

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CIN: L51900MH1981PLC023931

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