



*NatureWings*

An ISO 9001 :2015 Certified

Date: 29/05/2026

To,

**Mr. Kunaal Deepak Agashe**

**Flat No.7 2nd floor, Om Shanti CHSL,**

**16th Road, Santacruz West Mumbai,**

**Santacruz (West) Maharashtra ,400054**

**Subject: Letter of Appointment as Independent Director**

Dear Mr. Kunaal Deepak Agashe,

We are pleased to inform you that based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and shareholders of the Company, you have been appointed as an Independent Director of the Company pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV thereto and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms and conditions of your appointment are as follows:

**1. TENURE**

Your appointment shall be effective from 29th May 2026 and shall continue up to 29th May 2031, unless terminated earlier in accordance with applicable law. You shall not be liable to retire by rotation during your tenure as an Independent Director.

**2. ROLE, DUTIES AND RESPONSIBILITIES**

You shall perform your duties in accordance with:

- a) the Companies Act, 2013;
- b) Schedule IV of the Companies Act, 2013;
- c) SEBI (LODR) Regulations, 2015;
- d) Articles of Association of the Company; and
- e) other applicable laws.

You shall provide independent judgement on issues relating to strategy, performance, risk management, resources, key appointments and standards of conduct.

**3. COMMITTEES OF THE BOARD**

The Board may appoint you as a member/chairperson of one or more committees of the Board from time to time.

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*NatureWings Holidays Ltd.*

DGK-417, DLF Galleria, 4<sup>th</sup> Floor, New Town, Action Area-1, Kolkata-700156

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#### **4. REMUNERATION**

You shall be entitled to receive sitting fees for attending meetings of the Board and Committees thereof, reimbursement of expenses incurred for participation in such meetings and such other remuneration as may be approved by the Board/shareholders and permitted under applicable law.

You shall not be entitled to stock options.

#### **5. CODE OF CONDUCT**

You shall comply with:

- a) the Code for Independent Directors under Schedule IV of the Companies Act, 2013;
- b) the Company's Code of Conduct;
- c) Insider Trading Code;
- d) policies relating to prevention of sexual harassment, whistle blower mechanism and other governance policies of the Company.

#### **6. DISCLOSURE OF INTEREST**

You shall promptly disclose any direct or indirect interest in any contract, arrangement or transaction involving the Company and comply with the provisions of Sections 184 and 188 of the Companies Act, 2013.

#### **7. CONFIDENTIALITY**

You shall not disclose confidential information relating to the Company, its business affairs, operations or stakeholders except as required by law or authorized by the Board.

#### **8. INDEPENDENCE**

You shall maintain independence throughout your tenure and immediately inform the Board of any event or circumstance that may affect your status as an Independent Director.

#### **9. PERFORMANCE EVALUATION**

Your performance shall be evaluated in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

#### **10. DIRECTORS AND OFFICERS LIABILITY INSURANCE**

Subject to the Company's policy and applicable law, you may be covered under the Directors and Officers Liability Insurance Policy maintained by the Company.

#### **11. TERMINATION**

Your appointment may be terminated in accordance with the provisions of the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and the Articles of Association of the Company.

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Please acknowledge your acceptance of this appointment by signing and returning the duplicate copy of this letter.

**For Naturewings Holidays Limited**

*Sandip Raha*  
Sandip Raha



**Managing Director**

**DIN: 08309475**

**ACCEPTANCE**

I hereby acknowledge and accept the terms and conditions of my appointment as an Independent Director of the Company.

*Kunal Deepak Agashe*

**Name: Kunal Deepak Agashe**

**DIN:0239912**

**Date:29/05/2026**

**Place: Mumbai**

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