

**POLICY ON EVALUATION OF PERFORMANCE OF THE BOARD OF DIRECTORS, COMMITTEES AND INDEPENDENT DIRECTORS**

This Policy on performance evaluation is framed in compliance with the provisions of the **Companies Act, 2013** and the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations)**. The Policy is intended to lay down a structured framework for evaluating the performance of:

## **CRITERIA FOR EVALUATION**

### **INDEPENDENT DIRECTORS:**

The entire Board (excluding the directors being evaluated) shall conduct performance evaluation of all the Independent Directors.

Following are the parameters which are to be considered for assessment and evaluation of performance for the Independent Director:

#### **Participation:**

- Active participation in Board and committee meetings.
- Attendance and involvement in discussions.
- Level of engagement and value addition to discussions.

#### **Professional Conduct:**

- Upholding ethical standards.
- Acting objectively and independently.

#### **Bringing Independence:**

- Ability to bring independent judgment.
- Protecting the interests of minority shareholders.

#### **Contribution to Board's Effectiveness:**

- Bringing in domain knowledge, experience, integrity, and leadership.
- Contributing to strategic thinking and risk oversight.

#### **Safeguarding interests of stakeholders:**

- Focus on the interests of the company and its stakeholders.

#### **Balancing Conflicting Interests:**

- Ability to balance various stakeholder interests fairly.

#### **Qualifications, Experience, and Knowledge:**

- Expertise relevant to the business of the company.
- Knowledge of governance, finance, and strategy.

#### **Independent Judgment:**

- Bringing in objectivity in decision-making.
- Acting without bias or conflict.

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The entire Board (except the director being evaluated) shall conduct performance evaluation of all the Independent Directors.

## Strategic Contribution

- ## Operational Oversight

- ## Financial Acumen

- ## Governance and Compliance

- ## Board Participation

- ## Leadership & Teamwork

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