



## **PERFORMANCE EVALUATION OF THE BOARD**

<b>SN</b>	<b>Performance Criteria</b>	<b>Performance/ Rating Remarks</b>
1.	The Board has appropriate qualifications, expertise and experience to meet the best interests of the company.	
2.	The Board has appropriate combination of industry knowledge.	
3.	The role and responsibilities of the Board and its members are clearly documented.	
4.	Board members demonstrate highest level of integrity (including maintaining confidentiality and identifying, disclosing and managing conflicts of interests).	
5.	The Board understands the legal requirements and obligations under which they act as a Board discharge their functions accordingly.	
6.	Frequency of Board Meetings is adequate.	
7.	Adequacy of attendance and participation by the Board members at the Board meetings.	
8.	The information is received by Board members sufficiently in advance for proper consideration.	
9.	The Board meeting agenda and related background papers are concise and provide information of appropriate quality and detail.	
10.	The facility for video conferencing for conducting meetings is robust.	
11.	The amount of time spent on discussions on strategic and general issues is sufficient.	
12.	How effectively does the Board works collectively as a team in the best interest of the company?	
13.	The minutes of Board meetings are clear, accurate, consistent, complete and timely and records dissenting views.	
14.	The actions arising from Board meetings are properly followed up and reviewed in subsequent Board meetings.	
15.	The processes are in place for ensuring that the Board is kept fully informed on all material matters between meetings.	

16.	Appropriateness of secretarial support made available to the Board.	
17.	All proceedings and resolutions of the Board are recorded accurately, adequately and on a timely basis.	
18.	The Board and the management are able to actively access each other and exchange information.	
19.	The level of independence of the management from the Board is adequate.	
20.	Overall rating of Board performance.	

**Note:** The Performance rating should be on the scale of “1 - Below Expectation”, “2- Met the Expectations” and “3- Exceeded the Expectations”.



**PERFORMANCE EVALUATION OF INDIVIDUAL DIRECTORS**  
**(SELF-ASSESSMENT)**

SN	Performance Criteria	Performance Rating/ Remarks
1	Attendance and active participations in the Board Meetings, General Meetings and Committee Meetings in which the director is member.	
2	Devotion of sufficient time and attention to his/her professional obligations for informed and balanced decision making.	
3	Balance of knowledge, expertise, experience in the key areas like finance/accounts/legal/human resource/corporate governance/ technical areas etc. and reasonable understanding of environment in which business is being operated.	
4	Participation in constructive and active manner in meetings and ability to put forth independent and unbiased views/inputs/directions including raising concerns in the best interest of the Company on critical issues.	
5	Physical and mental fitness, broader thinking, rational, vision, leadership qualities etc.	
6	Review of integrity of financial information & controls and risk management.	
7	Disclosure of interest and avoidance of conflict of interests in company's transactions resulting into personal gain in direct or indirect manner and safeguarding stakeholders' interest.	
8	Maintaining confidentiality and acting in bona-fide manner in the interest of the Company and stakeholders.	
9	Compliance with articles of association of the company and applicable laws.	
10	Staying abreast of issues, trends and risks (including opportunities and competitive factors) affecting the company, and using this information to assess and guide the company's performance.	

**Note:** The Performance rating should be on the scale of "1 - Below Expectation", "2- Met the Expectations" and "3- Exceeded the Expectations".