



BOARD EVALUATION POLICY

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Document Control

Title	Board Evaluation Policy
Version Number	5.00
Authorised by	Board of Directors
Date of previous revision	15.04.2024, 17.05.2022 and 31.03.2015
Number of Revisions	4
Last Revised Date	08.05.2026

Introduction

The purpose of the Board Evaluation is to achieve persistent and consistent improvement in the governance of the Company at the Board level with the participation of all concerned in an environment of harmony.

The Board acknowledges its intention to establish and follow “best practices” in Board governance in order to fulfil its fiduciary obligation to the Company. The Board believes the evaluation will lead to a closer working relationship among Board members, greater efficiency in the use of the Board’s time and increased effectiveness of the Board as a governing body.

This policy has been framed in compliance with the provisions of Section 178(2), 134(3)(p), Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17(10), 19(4) and Part D of Schedule II of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time (“LODR Regulations”), by the Nomination and Remuneration Committee (“NRC”) and approved by the Board.

Statutory/Regulatory Requirements:

Companies Act, 2013, Regulation 17(10), 19(4) and Part D of Schedule II of the LODR Regulations mandates the performance of every director of a listed Public Company to be evaluated:

- Schedule IV of the Companies Act, 2013, which prescribes the Code of Conduct for Independent Directors, provides for an evaluation mechanism for evaluating the performance of the Non-Independent Directors and the Board as a whole, and for reviewing the performance of the Chairperson of the Company taking into account the views of Executive and Non-Executive Directors, which needs to be done at a separate meeting of the Independent Directors.
- The NRC is required to carry out evaluation of every Director’s Performance.
- In addition, evaluation of the Independent Directors shall be done by the entire Board excluding the director being evaluated and shall include (a) Performance of the Directors; and (b) fulfillment of the independence criteria as specified in the Companies Act, 2013 and the LODR Regulations and their independence from the Management. This is to be done on an annual basis for determining whether to extend or continue the term of appointment of the independent director.

- The Board's Report to the Members of the Company shall include a statement indicating the manner in which formal annual evaluation has been made by the Board of its own performance and that of its Committees and Individual Directors.

Meeting of the Independent Directors:

At least one meeting of the independent directors of the Company shall be held in a year, without the attendance of non-independent directors and members of management. All the independent directors of the Company shall strive to be present at such meeting.

The Independent Directors in the meeting shall, inter-alia:

- i. review the performance of non-independent directors (executive and whole-time directors).
- ii. review the performance of the Board as a whole;
- iii. review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- iv. assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Performance Evaluation Framework for Board and Individual Directors:

Considering the performance evaluation requirements, the following framework is adopted:

Mechanism and approach:

The process will be initiated each year by the Chairman of the Board. At the Board's discretion, the Company Secretary or any other person designated by the Board, will co-ordinate the Board evaluation or an external consultant may be appointed to assist with the process. The process of evaluation will be as follows:

- a. Board's evaluation - to be carried out by all individual Director including the Independent Directors.
- b. Committees' evaluation – to be carried out by respective committees.
- c. Chairman's evaluation – to be carried out by the Independent Directors, as specified under Schedule IV of the Companies Act, 2013.
- d. Evaluation of Individual Director – Evaluation of performance of independent directors to be carried out by other directors, except executive directors and evaluation of performance of non-independent directors to be carried out by all the directors.
- e. The NRC shall on the basis of summarized tabulated evaluation reports, shall make recommendation to the Board regarding compensation for executive directors including performance bonus/variable pay.
- f. The Chairperson of the NRC on the basis of summarized tabulated evaluation reports, will provide feedback to the Chairperson of the respective committees, who in turn will discuss the same internally, if required. Further, the Chairperson of the NRC will brief the Board about the outcome of the process of evaluation. On the basis of such feedback, the NRC and Board will recommend appointments, re-appointments and removal of the non-performing Directors of the Company.

Copies of the evaluation forms as applicable will be distributed to each Board Member. Board members shall complete the forms and return them to the Chairman's Office or to the Company Secretary or the Board nominee or an External Consultant, as may be informed.

The Chairman's Office or the Company Secretary or the Board nominee or the Consultant will tabulate the results of the evaluation and the Tabulated Report would be presented at the meeting of the Independent Directors, NRC and to the Board.

The Chairman of the Board along with Chairperson of the NRC on the basis of summarized tabulated evaluation report may have one to one discussion / share feedback with the majority of Directors on the functioning of the Board and its Committees,

attendance and level of participation at meetings of the Board/Committees, independence of judgement exercised by Independent Directors, interpersonal relationship etc. Further, on the basis of such discussion / feedback, the NRC and Board will recommend appointments, re-appointments and removal of the non-performing Directors of the Company.

Board and NRC Discussion:

The Board and NRC will discuss areas that are working well, and those that need attention. The Board will then decide if changes in its governance practices and policies need to be made. Staff and/or the governance consultant will work with the Board or Board nominee to implement necessary changes.

Modification to the Evaluation Criteria:

The evaluation criteria for the Board, its Committees and its Directors may be changed at any time by the Board / NRC.

Board Evaluation – Questionnaire

(Evaluator:)

This questionnaire has been designed to evaluate the Board of Directors. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

The questionnaire also provides space for qualitative comments.

I. Degree of fulfilment of key responsibilities – The Board....	
<i>.... members are qualified in respect of the expertise that they bring to the Board</i>	
<i>.... members are clear on their roles and responsibilities</i>	
<i>.... satisfactorily meets the key criteria for long-term value creation for all stakeholders</i>	
<i>.... effectively performs the responsibilities as required by law (i.e. as provided in the Companies Act and SEBI (LODR))</i>	
<i>....effectively reviews and approves the Annual Operating Plan (including the strategy and the resources plan)</i>	
<i>.... shows effective oversight of maintenance of high standard of Company's Values and ethical conduct of business</i>	
<i>.... satisfies itself on the integrity of Financial information and that Financial controls and systems of Risk Management are robust and defensible</i>	
<i>....is effective in safeguarding the interests of all stakeholders, particularly the minority</i>	

<i>shareholders</i>	
<i>....devotes sufficient time in review of Company's performance and monitoring of action plans</i>	
<i>....takes adequate actions towards the protection and enhancement of the Company's brand</i>	
Comments:	
II. Board Structure and Composition – The Board....	
<i>....is staffed adequately (in terms of size, skills, expertise, experience, proper mix and gender) to carry out the responsibilities</i>	
<i>....has a composition of directors aligned to the needs and strategy of the Company</i>	
Comments:	
III. Establishment and delineation of responsibilities to the Committees	
<i>The Board Committees established by the Board are effective in terms of their number and scope</i>	
<i>There is clarity between the Board and every Committee with respect to the role played by the Committee</i>	
<i>The Committees are effective in fulfilment of responsibilities delegated to them by the Board</i>	
<i>There is good coordination and cohesiveness in the working of the Board and the Committees</i>	
Comments:	
IV. Effectiveness of Board processes, information and functioning	
<i>The frequency of Board Meetings is adequate</i>	
<i>The frequency of such Meetings is enough for the Board to undertake its duties properly</i>	
<i>The agenda discussed in the meetings is clear and realistic in terms of number and nature of items to be covered</i>	
<i>Time allotted for every meeting is adequate to cover most of the agenda items</i>	

<i>Information provided for the meeting is adequate and presented in a way that facilitates productive discussion (i.e. material is relevant with the right amount of detail and is “reader-friendly”)</i>	
Comments:	
<i>Board meetings are held in a manner that encourages open communication, meaningful participation and timely resolution of the issues</i>	
<i>Sufficient time is spent in discussing critical issues or issues of strategic importance</i>	
<i>The Board is able to add value in matters of critical significance for the Company</i>	
<i>Discussions / decisions made in the meeting show a large degree of alignment with the overall Company strategy</i>	
<i>The Minutes of the Meeting effectively capture the discussion / decisions taken and the post-meeting actions</i>	
<i>There is an effective system for monitoring and driving closure of critical post-meeting actions / decisions</i>	
<i>The Board has formulated and implemented adequate process to identify, assess and manage risk</i>	
<i>There are systems in place to address cases of violation of code of conduct</i>	
Comments:	
V. Board Culture and Dynamics	
<i>All directors have clarity of their role and responsibilities</i>	
<i>All directors feel free to speak their mind and contribute effectively on key issues</i>	
<i>There is cohesiveness in the overall working of the Board</i>	
<i>There is adequate dialogue and participation from directors on critical issues or issues of strategic importance</i>	

<i>Conflicts / differences of opinion between directors are managed constructively</i>	
<i>Directors are respectful to each other</i>	
Comments:	
VI. Quality of relationship between the Board and the Management	
<i>There is clarity between the Board and the Management with respect to the role played by each of them</i>	
<i>The Management shows a high degree of responsiveness to the guidance / direction provided by the Board.</i>	
<i>The Board is apprised in a timely manner by the Management of important developments affecting the Company</i>	
<i>There is mutual trust between Board Members and Senior Management</i>	
Comments:	

Evaluation of Audit Committee – Questionnaire

(Evaluator:)

This questionnaire has been designed to evaluate the Committee. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

The questionnaire also provides space for qualitative comments.

<i>I. Degree of fulfilment of key responsibilities</i>	
<i>The Committee effectively performs the responsibilities as outlined in the charter – specifically satisfying themselves on:</i>	
<i>..Integrity of Financial Statements & Financial Reporting process</i>	
<i>..Internal accounting and other Controls</i>	
<i>..Related Party Transactions</i>	
<i>..Management of Enterprise Risk</i>	
<i>..Creditors & Members obligations</i>	
<i>..Compliance with Laws & Regulations</i>	
<i>..Compliance with Code of Conduct</i>	
<i>..Compliance on Whistleblower Policy</i>	
<i>..Independence of Auditors</i>	

<i>..CFO & CEO certification process</i>	
<i>The mandate of the Committee is sufficient in addressing the objectives for which it was set up by the Board</i>	
Comments:	
II. Adequacy of Committee Composition – The Committee....	
<i>....is staffed adequately (in terms of size, skills, expertise, experience) to carry out the responsibilities</i>	
Comments:	
III. Effectiveness of Meetings	
<i>The frequency of Committee meetings is adequate</i>	
<i>The agenda discussed in the meeting is clear and realistic in terms of number and nature of items to be covered</i>	
<i>Time allotted for every meeting is adequate to cover all the agenda items</i>	
<i>Information provided for the meeting is adequate, timely and presented in a way that facilitates productive discussion (i.e. material is relevant with the right amount of detail and is “reader-friendly”)</i>	
<i>Sufficient time is spent in discussing critical issues / issues of strategic importance</i>	
<i>Discussions / decisions made in the meeting show a large degree of alignment with the overall company strategy</i>	
<i>The Minutes capture the essence of each topic discussed in the Committee meeting</i>	
<i>There is an effective system for monitoring and driving closure of critical post-meeting actions / decisions</i>	
Comments:	

IV. Committee dynamics	
<i>All members have clarity of their role and responsibilities</i>	
<i>All members feel free to speak their mind and contribute effectively on key issues</i>	
<i>There is cohesiveness in the overall working of the Committee</i>	
<i>There is adequate dialogue and participation from members on critical issues / issues of strategic importance</i>	
<i>Conflict / differences of opinion between members are managed constructively</i>	
<i>Members are respectful to each other</i>	
Comments:	
V. Quality of relationship of the Committee with the Board and the Management	
<i>There is clarity between the Board, Management and Committee with respect to the role played by the Committee</i>	
<i>There is good coordination and cohesiveness in the working of the Board, Management and the Committee</i>	
<i>The Board and the Management show a high degree of responsiveness / acceptance of the guidance / direction provided by the Committee</i>	
Comments:	

Evaluation of Corporate Social Responsibility Committee – Questionnaire

(Evaluator:)

This questionnaire has been designed to evaluate the Committee. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

The questionnaire also provides space for qualitative comments.

I. Degree of fulfilment of key responsibilities	
The Committee effectively performs the responsibilities as outlined in the charter:	
<i>Recommends to the Board, the amount of expenditure to be incurred on CSR Projects, Activities etc.</i>	
<i>Monitors implementation of CSR Projects, Programmes or Activities under-taken by the Company</i>	
<i>The mandate of the Committee is sufficient in addressing the objectives for which it was set up by the Board</i>	
Comments:	
II. Adequacy of Committee Composition – The Committee....	
<i>....is staffed adequately (in terms of size, skills, expertise, experience) to carry out the responsibilities</i>	
Comments:	

III. Effectiveness of Meetings	
<i>The frequency of Committee meetings is adequate</i>	
<i>The agenda discussed in the meeting is clear and realistic in terms of number and nature of items to be covered</i>	
<i>Time allotted for every meeting is adequate to cover all the agenda items</i>	
<i>Information provided for the meeting is adequate, timely and presented in a way that facilitates productive discussion (i.e. material is relevant with the right amount of detail and is "reader-friendly")</i>	
<i>Sufficient time is spent in discussing critical issues / issues of strategic importance</i>	
<i>Discussions / decisions made in the meeting show a large degree of alignment with the overall company strategy</i>	
<i>The Minutes capture the essence of each topic discussed in the Committee meeting</i>	
<i>There is an effective system for monitoring and driving closure of critical post-meeting actions / decisions</i>	
Comments:	
IV. Committee dynamics	
<i>All members have clarity of their role and responsibilities</i>	
<i>All members feel free to speak their mind and contribute effectively on key issues</i>	
<i>There is cohesiveness in the overall working of the Committee</i>	
<i>There is adequate dialogue and participation from members on critical issues / issues of strategic importance</i>	
<i>Conflict / differences of opinion between members are managed constructively</i>	
<i>Members are respectful to each other</i>	

Comments:	
V. Quality of relationship of the Committee with the Board and the Management	
<i>There is clarity between the Board, Management and Committee with respect to the role played by the Committee</i>	
<i>There is good coordination and cohesiveness in the working of the Board, Management and the Committee</i>	
<i>The Board and the Management show a high degree of responsiveness / acceptance of the guidance / direction provided by the Committee</i>	
Comments:	

Evaluation of Nomination & Remuneration Committee – Questionnaire

(Evaluator:)

This questionnaire has been designed to evaluate the Committee. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

The questionnaire also provides space for qualitative comments.

I. Degree of fulfilment of key responsibilities	
The Committee effectively performs the responsibilities as outlined in the charter – specifically concerning:	
<i>.. Appointment of Executive Directors, Managing Director, NEDs, Members of the Leadership Team & Key Managerial Personnel</i>	
<i>..The Remuneration Policy of all the above</i>	
<i>..The process involved in fixation of Salary and Benefits, subsequent increments and awards of Variable Pay for the Managing Director & Executive Directors, and ESOPs to management employees</i>	
<i>Succession Planning for Executive Director, MD and key management positions</i>	
<i>The mandate of the Committee is sufficient in addressing the objectives for which it was set up by the Board</i>	
Comments:	

II. Adequacy of Committee Composition – The Committee...	
<i>...is staffed adequately (in terms of size, skills, expertise, experience) to carry out the responsibilities</i>	
Comments:	
III. Effectiveness of meetings	
<i>The frequency of Committee meetings is adequate</i>	
<i>The agenda discussed in the meeting is clear and realistic in terms of number and nature of items to be covered</i>	
<i>Time allotted for every meeting is adequate to cover all the agenda items</i>	
<i>Information provided for the meeting is adequate, timely and presented in a way that facilitates productive discussion (i.e. material is relevant with the right amount of detail and is “reader-friendly”)</i>	
<i>Sufficient time is spent in discussing critical issues / issues of strategic importance</i>	
<i>Discussions / decisions made in the meeting show a large degree of alignment with the overall company strategy</i>	
<i>The Minutes capture the essence of each topic discussed in the Committee meeting</i>	
<i>There is an effective system for monitoring and driving closure of critical post-meeting actions / decisions</i>	
Comments:	
IV. Committee dynamics	
<i>All members have clarity of their role and responsibilities</i>	
<i>All members feel free to speak their mind and contribute effectively on key issues</i>	

<i>There is cohesiveness in the overall working of the Committee</i>	
<i>There is adequate dialogue and participation from members on critical issues / issues of strategic importance</i>	
<i>Conflict / differences of opinion between members are managed constructively</i>	
<i>Members are respectful to each other</i>	
Comments:	
V. Quality of relationship of the Committee with the Board and the Management	
<i>There is clarity between the Board, Management and Committee with respect to the role played by the Committee</i>	
<i>There is good coordination and cohesiveness in the working of the Board, Management and the Committee</i>	
<i>The Board and the Management show a high degree of responsiveness / acceptance of the guidance / direction provided by the Committee</i>	
Comments:	

Evaluation of Risk Management Committee Questionnaire

(Evaluator:)

This questionnaire has been designed to evaluate the Committee. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

The questionnaire also provides space for qualitative comments.

I. Degree of fulfilment of key responsibilities	
<i>The Committee effectively performs the responsibilities as outlined in the charter</i>	
<i>The mandate of the Committee is sufficient in addressing the objectives for which it was set up by the Board</i>	
Comments:	
II. Adequacy of Committee Composition – The Committee....	
<i>....is staffed adequately (in terms of size, skills, expertise, experience) to carry out the responsibilities</i>	
Comments:	
III. Effectiveness of Meetings	
<i>The frequency of Committee meetings is adequate</i>	
<i>The agenda discussed in the meeting is clear and realistic in terms of number and nature of items to be covered</i>	

<i>Time allotted for every meeting is adequate to cover all the agenda items</i>	
<i>Information provided for the meeting is adequate, timely and presented in a way that facilitates productive discussion (i.e. material is relevant with the right amount of detail and is “reader-friendly”)</i>	
<i>Sufficient time is spent in discussing critical issues / issues of strategic importance</i>	
<i>Discussions / decisions made in the meeting show a large degree of alignment with the overall company strategy</i>	
<i>The Minutes capture the essence of each topic discussed in the Committee meeting</i>	
<i>There is an effective system for monitoring and driving closure of critical post-meeting actions / decisions</i>	
Comments:	
IV. Committee dynamics	
<i>All members have clarity of their role and responsibilities</i>	
<i>All members feel free to speak their mind and contribute effectively on key issues</i>	
<i>There is cohesiveness in the overall working of the Committee</i>	
<i>There is adequate dialogue and participation from members on critical issues / issues of strategic importance</i>	
<i>Conflict / differences of opinion between members are managed constructively</i>	
<i>Members are respectful to each other</i>	
Comments:	
V. Quality of relationship of the Committee with the Board and the Management	
<i>There is clarity between the Board, Management and Committee with respect to the role played by the Committee</i>	

<i>There is good coordination and cohesiveness in the working of the Board, Management and the Committee</i>	
<i>The Board and the Management show a high degree of responsiveness / acceptance of the guidance / direction provided by the Committee</i>	
Comments:	

Evaluation of Stakeholders Relationship Committee Questionnaire

(Evaluator:)

This questionnaire has been designed to evaluate the Committee. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

The questionnaire also provides space for qualitative comments.

I. Degree of fulfilment of key responsibilities	
<i>The Committee effectively performs the responsibilities as outlined in the charter</i>	
<i>The mandate of the Committee is sufficient in addressing the objectives for which it was set up by the Board</i>	
Comments:	
II. Adequacy of Committee Composition – The Committee....	
<i>....is staffed adequately (in terms of size, skills, expertise, experience) to carry out the responsibilities</i>	
Comments:	
III. Effectiveness of Meetings	
<i>The frequency of Committee meetings is adequate</i>	
<i>The agenda discussed in the meeting is clear and realistic in terms of number and nature of items to be covered</i>	

<i>Time allotted for every meeting is adequate to cover all the agenda items</i>	
<i>Information provided for the meeting is adequate, timely and presented in a way that facilitates productive discussion (i.e. material is relevant with the right amount of detail and is “reader-friendly”)</i>	
<i>Sufficient time is spent in discussing critical issues / issues of strategic importance</i>	
<i>Discussions / decisions made in the meeting show a large degree of alignment with the overall company strategy</i>	
<i>The Minutes capture the essence of each topic discussed in the Committee meeting</i>	
<i>There is an effective system for monitoring and driving closure of critical post-meeting actions / decisions</i>	
Comments:	
IV. Committee dynamics	
<i>All members have clarity of their role and responsibilities</i>	
<i>All members feel free to speak their mind and contribute effectively on key issues</i>	
<i>There is cohesiveness in the overall working of the Committee</i>	
<i>There is adequate dialogue and participation from members on critical issues / issues of strategic importance</i>	
<i>Conflict / differences of opinion between members are managed constructively</i>	
<i>Members are respectful to each other</i>	
Comments:	
V. Quality of relationship of the Committee with the Board and the Management	
<i>There is clarity between the Board, Management and Committee with respect to the role played by the Committee</i>	

<i>There is good coordination and cohesiveness in the working of the Board, Management and the Committee</i>	
<i>The Board and the Management show a high degree of responsiveness / acceptance of the guidance / direction provided by the Committee</i>	
Comments:	

Company Chairman’s – Assessment questionnaire

Evaluator :

This questionnaire has been designed to enable assessment by every individual Director. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

CHAIRMAN’S EFFECTIVENESS

I. Chairman’s Attendance (captured from the record of meetings)	
II. Contribution at meetings – <i>The Individual...</i>	
<i>....upholds ethical standards of integrity and probity</i>	
<i>....is well informed of the agenda and well prepared on the issues to be discussed</i>	
<i>....provides meaningful and constructive contribution and inputs in meetings (this includes effective deployment of domain and functional expertise)</i>	
<i>....contributes to the development of Strategy and Risk Management</i>	
<i>....effectively probes to test assumptions</i>	
<i>....displays independence of judgment and voices opinion freely</i>	

<i>....displays candor in expressing views even when they are in divergence with the rest of the Board</i>	
<i>....has built effective working relationships with other Board members</i>	
<i>....is well regarded and respected by other Board members</i>	
<i>....shows a good degree of maturity in interactions with other directors (i.e. in terms of expressing views and opinions, addressing and managing conflicts)</i>	
III. Effectiveness as Chairman	
<i>.... provides effective leadership to the Board, is open-minded, decisive, courteous and displays professionalism.</i>	
<i>.... possess co-ordination and steering skills different from the role of other directors.</i>	
<i>.... is impartial in conducting discussions, seeking views and dealing with dissent.</i>	
<i>.... effectively sets the strategic agenda of the Board (in conjunction with the company's management) with focus on long term value creation for all stakeholders.</i>	
<i>....encourages active engagement by all the members of the Board and promotes effective relationships and open communication.</i>	
<i>.... is able to keep shareholders' interest in mind during discussions.</i>	

Comments regarding possible areas for the Chairman's further development

Individual Director (other than Chairman) – Assessment questionnaire

Name of the Director being Evaluated:

Name of the Evaluator:

This questionnaire has been designed to enable assessment by every individual Director. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

INDIVIDUAL DIRECTOR'S EFFECTIVENESS	
I. Director's Attendance (captured from the record of meetings)	
II. Contribution at meetings – The Individual....	
<i>..... demonstrates an understanding of the regulatory requirements related to governance, Code of Conduct, SEBI Listing Regulations and Companies Act, 2013</i>	
<i>....upholds ethical standards of integrity and probity</i>	

<i>....is well informed of the agenda and well prepared on the issues to be discussed</i>	
<i>....provides meaningful and constructive contribution and inputs in meetings (this includes effective deployment of domain and functional expertise)</i>	
<i>....contributes to the development of Strategy and Risk Management</i>	
<i>....effectively probes to test assumptions</i>	
<i>....displays independence of judgment and voices opinion freely</i>	
<i>....displays candour in expressing views even when they are in divergence with the rest of the Board</i>	
<i>....has built effective working relationships with other Board members</i>	
<i>....is well regarded and respected by other Board members</i>	
<i>....shows a good degree of maturity in interactions with other directors (i.e. in terms of expressing views and opinions, addressing and managing conflicts)</i>	
<i>....is articulate and cogent in presenting views/ opinions</i>	
<i>....is influential & able to obtain buy-in/ enthusiasm from other directors</i>	
III. Guidance/ support to management outside Board/ Committee meetings – The Individual....	
<i>....displays a good degree of understanding of the company, industry, sector, geography (including risks, current operational and environmental context, emerging trends)</i>	
<i>....is proactive in efforts to gain knowledge about the company, industry, sector and geography</i>	

Comments regarding possible areas for the Director's further development

Executive Director – Assessment questionnaire

Name of the Executive Director being Evaluated: _____ (_____ Designation)

Name of the Evaluator:

This questionnaire has been designed to enable assessment by every individual Director. Every question would need to be evaluated on a 5-point scale as given below.

Strongly Agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree
5	4	3	2	1

MANAGING DIRECTOR'S EFFECTIVENESS	
I. Director's Attendance (captured from the record of meetings)	
II. Contribution at meetings – The Individual....	
<i>....upholds ethical standards of integrity and probity</i>	
<i>....is well informed of the agenda and well prepared on the issues to be discussed</i>	
<i>....provides meaningful and constructive contribution and inputs in meetings (this includes effective deployment of domain and functional expertise)</i>	
<i>....contributes to the development of Strategy and Risk Management</i>	
<i>....effectively probes to test assumptions</i>	
<i>....displays independence of judgment and voices opinion freely</i>	

<i>....displays candor in expressing views even when they are in divergence with the rest of the Board</i>	
<i>....has built effective working relationships with other Board members</i>	
<i>....is well regarded and respected by other Board members</i>	
<i>....shows a good degree of maturity in interactions with other directors (i.e. in terms of expressing views and opinions, addressing and managing conflicts)</i>	
<i>....is articulate and cogent in presenting views/ opinions</i>	
<i>....is influential & able to obtain buy-in/ enthusiasm from other directors</i>	
III. Guidance/ support to management outside Board/ Committee meetings – The Individual....	
<i>....displays initiative with respect to follow-up and closure of critical issues</i>	
<i>....displays a good degree of understanding of the company, industry, sector, geography (including risks, current operational and environmental context, emerging trends)</i>	
<i>....is proactive in efforts to gain knowledge about the company, industry, sector and geography</i>	
IV. Other areas	
<i>....displays effectiveness in leading the internal management team</i>	
<i>....achieves performance according to budget</i>	
<i>....effective in ensuring statutory compliance</i>	
<i>....ably discharging duties/responsibilities towards all stakeholders</i>	
<i>....possess good business acumen in critical matters</i>	

Comments regarding possible areas for the Director's further development