

**BAJEL PROJECTS LIMITED**  
**Rating Sheet for Performance Evaluation of Board, Board Committees & Directors**

**(A) RATING OF THE PERFORMANCE OF BOARD & COMMITTEES**

Sr. No.	Criteria of Performance
	<b>STRUCTURE, COMPOSITION AND QUALITY</b>
1.	Composition with IDs and woman director as applicable, and relevant skills, experience, knowledge, and diversity.
2.	Understanding of members on their respective roles and responsibilities.
3.	Discharge of key functions & other responsibilities under the law.
	<b>MEETINGS – SCHEDULE, AGENDA AND COLLATERAL</b>
4.	Meetings as per defined schedule with adequate notice and agenda.
5.	Adequacy and comprehensiveness of input documents made available to the members and shared well in advance.
6.	Number of meetings held each year; and meetings duration to allow full discussion of all agenda items.
7.	Appropriate documentation of discussions and decisions in the minutes.
8.	Committee's decisions, findings, and recommendations to the Board.
	<b>MEETING PRACTICES</b>
9.	Objective discussion on all agenda items of a meeting and due consideration to views of all members before taking a decision.
10.	Timely updates regarding status of decisions and other significant developments in the Company and latest developments in relevant regulations and market relevant to the Company.
	<b>OVERALL BOARD EFFECTIVENESS</b>
11.	Review of operating performance of the Company.
12.	Appropriate directions / decisions in a timely manner.
13.	Deliberation and discussion on important / strategic issues including corporate strategy, major plans, annual budgets, acquisitions, divestments, business risk; and effective strategic guidance in timely manner.
14.	Monitoring effectiveness of Corporate Governance practices.
15.	Ensuring integrity of accounting and financial reporting, audit, internal audit and risk management systems, as applicable.
16.	Reviewing Management's Performance.
17.	Working towards all Stakeholders' interests.
18.	Well-structured periodical training and development programs for board members more specifically the independent directors.

## (B) RATING OF PERFORMANCE OF DIRECTORS

Sr. No.	Criteria of Performance
	<b>FOR ALL DIRECTORS</b>
1.	Attendance & Participation
2.	Approach to Board & Senior Management especially for Risk Management & meeting competition challenges
3.	Maintaining confidentiality
4.	Acting in good faith and in the Company's interests
5.	Ensuring due diligence and reasonable care
6.	Complying with legislations and regulations in letter and spirit
7.	Openness to ideas and ability to challenge old practices and throwing up new ideas
8.	Maintaining relationships of trust and respect with Board Members
9.	Capacity to effectively examine financial and other information and ability to make positive contribution
10.	Understanding his/ her roles, responsibilities, and duties as a member of the Board.
11.	Proactiveness in discussions.
12.	Maintaining Unbiasedness.
13.	Providing recommendations based on his/her knowledge and expertise.
14.	Engagement with fellow board members, KMPs and senior management and seeking information required to make informed decisions.
	<b>FOR INDEPENDENT DIRECTORS</b>
	Independence & Independent views and judgement
	<b>FOR CHAIRPERSON OF THE BOARD</b>
1.	Effective in leadership and ability to steer the meetings
2.	Maintaining Impartiality
3.	Proper time management as per the importance of respective agenda items.
4.	Ensuring 'inclusiveness' for all the stakeholders attending the meeting in decision making.
5.	Commitment
6.	Ability to keep shareholders' interests in mind