



## **PARMESHWAR RECYCLING LIMITED**

**(CIN: U28999GJ2018PLC100814)**

**Registered Office:** Survey No. 1396, Sampa-Lavad Road, Village Lavad,  
Dehgam, Gandhinagar - 382305, Gujarat, India.

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### **CRITERIA FOR PERFORMANCE EVALUATION OF INDEPENDENT DIRECTORS AND THE BOARD OF DIRECTORS**

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**POLICY ON OBLIGATIONS OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL AND FOR DISCLOSURE OF COMMITTEE POSITIONS AND COMMERCIAL TRANSACTIONS:**

*[Pursuant to Reg. 26(2) and (5) of the LODR]*

**1. Purpose:**

The purpose of this Policy is,

- I to monitor the limit of number of committee positions which a director and chairperson can hold across all listed entities and disclosure thereof, as required under Reg. 26(2) of the LODR (including any amendments thereof); and
- II to seek disclosure from Senior Management relating to all material, financial and commercial transactions, in compliance with Reg.26(5) of the LODR.

**2. Definitions:**

- i. "Company" means Parmeshwar Recycling Limited
- ii. "LODR" means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which came into force on 1st December 2015.
- iii. 'Senior Management' means: Officers/personnel of the Company who are members of its core management team excluding board of directors and normally this shall comprise all members of management one level below the executive directors, including all functional heads.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the LODR, Securities Contract Regulation Act or any other applicable Law or Regulation.

**3. Obligations with respect to directors and Senior management:**

A director shall not be a member in more than ten committees or act as chairperson of more than five committees across all listed entities in which he is a director which shall be determined as follows:

- a. the limit of the committees on which a director may serve in all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 shall be excluded;
- b. for the purpose of determination of limit, chairpersonship and membership of the audit committee and the Stakeholders' Relationship Committee alone shall be considered.

**4. Disclosure by Directors:**

Every director shall inform the Company about the committee positions he or she occupies in other

3.	<b>Additional criteria for Managing Director</b>		
	<p>a. Effectiveness of leadership and ability to steer the meetings: Whether the Managing Director displays efficient leadership, is open- minded, decisive, courteous, displays professionalism, able to coordinate the discussion, etc. and is overall able to steer the meeting effectively</p> <p>b. Impartiality: Whether the Managing Director is impartial in conducting discussions, seeking views and dealing with dissent, etc.</p> <p>c. Commitment: Whether the Managing Director is sufficiently committed to the Board and its meetings.</p> <p>d. Ability to keep shareholders’ interests in mind: Whether the Managing Director is able to keep shareholders’ interest in mind during discussions and decisions.</p>		

**EFFECTIVE DATE**

This Policy is effective from the date of approval of the same by the Board of Directors of the Company.

**REVIEW**

The performance evaluation process will be reviewed annually by the “Nomination and Remuneration Committee”.

Subject to the approval of Board of Directors, the Committee may amend the Policy, if required, to ascertain its appropriateness as per the needs of the Company.

**DISCLOSURE**

Company will disclose details of its Board Performance Evaluation processes in its Board’s Report. The Board’s report containing such statement shall indicate the manner in which formal evaluation has been made by the Board of its own performance and that of the committees of the Board and individual directors of the Company.

**DISCLOSURES**

The Company shall disclose the Policy on its website.

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