



Criteria for Performance Evaluation of Public Interest Director **(Independent Director)**

Qualification and Experience

- Adequate qualification in area law, finance, accounting, economics, management, administration or another area relevant to the financial markets.
- Sufficient experience in area of law, finance, accounting, economics, management, administration or another area relevant to the financial markets.

Knowledge and Competency

- Sufficient understanding and knowledge of the entity and the applicable regulatory norms.
- Sufficient understanding of the role, responsibilities and obligations of PID under the relevant regulatory norms.
- Constructive and effective analytical decision making abilities.
- Sufficient understanding of the risk attached with the business structure.

Fulfillment of functions

- Understands and fulfills the functions as assigned to him/her by the Board and the regulatory norms.
- Gives views and opinion on various regulatory matters when comments are invited by SEBI through various means.



Ability to function as a team

- Able to function as an effective team- member.
- Listens attentively to the contributions of others and gives adequate weightage to the views and perception of other Board members.
- Shares good interpersonal relationship with other directors.

Initiative

- Actively takes initiative with respect to various areas.
- Insists on receiving information necessary for decision making.
- Keeps himself/herself well informed about the functioning of the company and the external environment in which the company operates.
- Remain updated in terms of developments in regulatory areas.
- Identified any important issues concerning any matter which may involve conflict of interest for the company or may have significant impact on the functioning of the company or may not be in the interest of securities market and reported the issue to SEBI.
- Appropriately deals with critical matters.

Availability and attendance

- Keeps himself/herself available for meetings of the Board and committees and attends meetings regularly and timely, without delay and hasn't remained absent for three consecutive meetings of the board and has attended 75% of the total meetings of the board in each calendar year.

Commitment

- Adequately committed to the Board and the company.



Contribution

- Contributed effectively to the company and in the Board meetings.
- Participates in Board meetings keeps in mind the interest of various stakeholders.
- Actively deliberates and contributes on proposed business propositions and strategic decisions after taking into consideration pros and cons of such propositions, long term outlook, business goals and cost benefit analysis.

Integrity

- Demonstrates highest level of integrity (Including conflict of interest disclosures maintenance of confidentiality).
- Strictly adhere to the provision of SEBI SECC Regulations, 2018 and any other regulatory provisions as applicable, along with the code of conduct and ethics prescribed under other applicable regulatory norms.
- Provides disclosures such as dealing in securities and other regulatory disclosure on timely basis.
- Is a Fit & proper person.
- Maintains confidentiality of information, technologies and unpublished price sensitive information unless such disclosure is approved by the board or required under any applicable law.

Independence

- Independent from the company, the other directors and there is no Conflict of interest.
- Confirms of non-association with the Exchange and its members (Brokers).
- Keeps regulators informed of material developments in the company time to time.



Independent view and judgment

- Exercises his/her own judgment and voices opinion freely.
- Participates in decisions taken during the meetings are unbiased, based on ethical judgment and are in strict conformity to the applicable regulatory norms.
- Raises concern if anything observed contrary to regulatory norms and the expected norms of ethical conduct.
- Ensures the fairness and integrity in the company's system in letter as well as spirit.