Performance Evaluation Policy (For Board, Committees and Members of the Board)

27-06-2025

J&K Bank
Serving To Empower

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Document Control

Title	Performance Evaluation Policy (For Board, Committees and Members of the Board)	**Version**	**6.0**
Created By	Board Secretariat	**Date of Origin**	16-05-2015
Date of Last Review	15-03-2023	**Due Date of Renewal**	15-03-2025
Reviewed By	Nomination & Remuneration Committee of Board	**Date of Review**	07-02-2025
Approved By	Board of Directors	**Date of Approval**	27-06-2025
Date of Next Review			27-06-2027
Frequency of Review			Biennial

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I. INTRODUCTION

Jammu & Kashmir Bank Limited ("the Company" or "the Bank") conducts its operations under the overall direction of the Board of Directors within the framework laid down by various statutes, more particularly by the Companies Act, 2013, the Banking Regulation Act, 1949, Articles of Association of the Bank, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), internal code of conduct and other policies formulated by the Bank from time to time for its internal execution.

As one of the most important functions of the Board of Directors is to oversee the functioning of Bank's top management, this Board Performance Evaluation process aims to ensure that individual directors ("Directors") and the Board of Directors of the Bank ("Board") as a whole work efficiently and effectively in achieving Bank's objectives. This policy aims at establishing a procedure for the Board to conduct periodic evaluation of its own performance and of its committees and individual directors. Hence it is important that every individual Board Member effectively contributes in the Board deliberations. The evaluation process will be used constructively as a system to improve the Board and Committees effectiveness to maximize their strength and to tackle shortcomings, if any.

Therefore, the Bank has made this policy to comply with the various provisions of the Listing Regulations and the Companies Act, 2013 with respect to evaluation of the performance of the Board, its Committees and individual Directors.

II. OBJECTIVE

The objective of this policy is to formulate the procedure and also to prescribe and lay down the criteria to evaluate the performance of Directors and Board of Directors as a whole, the Committees of the Board, the Non-Executive Chairman and Whole Time Director.

III. DEFINITIONS & INTERPRETATIONS

1. **Director/Board Members** shall mean Directors on the Board of Directors of the Bank.
2. **Whole-time Director / Executive Director** shall mean Director on the Board of Directors of the Bank who is in whole-time employment of the Bank including the Whole Time Director of the Bank.
3. **Non-Executive Director** shall mean Directors on the Board of Directors of the Bank who are not in whole time employment of the Bank including Non-Executive Chairman.
4. **Performance Evaluation Policy or Policy** shall mean "**J&K Bank Performance Evaluation Policy for Board, its Committees and Directors** formulated in compliance to and in the manner as provided by the following legal and regulatory guidelines:

   a) Section 134 (3) (p) of the Companies Act, 2013.
   b) Section 178 (2) of the companies Act, 2013
   c) Schedule-IV (Paras II, V, VII, VIII) of Companies Act, 2013.
   d) Rule 8 (4) of the Companies (Accounts) Rules, 2014.

e) Regulation 4 (2) (f) (ii) of Chapter-II of SEBI (LODR) regulations, 2015.
f) Regulation 25 (3) and (4) of Chapter-IV of SEBI (LODR) regulations, 2015
g) Schedule II (Part D) (A) of SEBI (LODR) regulations, 2015
h) Schedule V (Part C- Corporate Governance) of SEBI (LODR) Regulations, 2015.

5. **Committee or NRC** shall mean "The Nomination and Remuneration Committee of the Board of Directors of the Bank.
6. **Company** shall mean the Jammu and Kashmir Bank Limited.
7. **Board** shall mean Board of Directors of the Jammu and Kashmir Bank Limited.
8. In this policy words imparting the masculine shall include feminine and words imparting singular shall include the plural or vice versa.

IV. EVALUATION MECHANISM

1. In conformity with the statutory requirements, the performance evaluation of independent directors shall be carried out by the entire Board of Directors. The Director who is subject to evaluation shall not participate in the performance evaluation. The performance evaluation shall include –
   (a) Performance of the directors; and
   (b) Fulfilment of the independence criteria as specified in the Listing Regulations and their independence from the management.
2. Independent Directors shall evaluate the performance of
   - Non-Independent Directors,
   - Chairperson of the Bank after taking into account the views of executive directors and non-executive directors,
   - Whole Time Director and
   - Board as a whole and

   shall submit its report to the Non-Executive Chairman who shall in turn place it before the Board for necessary comments and suggestive course of action arising out of the evaluation.
3. The performance evaluation of the Committees of the Board shall be conducted by the entire Board.
4. Atleast one Meeting of the Independent Directors on the Board of the Bank shall be held every year to review the performance of Non-Independent Directors including the Non-Executive Chairman, Whole Time Director and the Board as a whole.

V. EVALUATION PROCESS

The performance evaluation process shall consist of the following:

- Setting-up Evaluation Objective
- Evaluation Criteria and Questionnaire
- Circulation of Questionnaire
- Assessment
- Action Plan

1. Setting-up Evaluation Objective

Identifying and setting-up the objectives of the evaluation is the first and a crucial step in the Board Evaluation process. Clear identification of objectives is key to streamlining the process of evaluation, analysing the results and taking appropriate and corrective action. The key objectives of the evaluation process are to assess the following:

- Composition of the Board and its Committees,
- Role & responsibilities of Board and its Committee
- Diversity of the Board,
- Implementation of the Board processes
- Contribution of Board & Committee members
- Frequency of meetings of board and its Committees,
- Proper and adequate flow of information throughout the board level,
- Proper delegation of powers and well-defined terms of reference and reporting requirement of Committees.
- Independence of Board & Committee's and its members
- Knowledge and competency of Board members
- Corporate Governance

2. Evaluation Criteria and Questionnaire

The NRC shall have the primary responsibility to formulate the criteria of evaluation in consultation with the Board. An indicative criteria that may be used for performance evaluation of
Board/Committee/Directors are as under:-

I. Performance Evaluation of Board as a whole

Based on the below criteria, Board shall be assessed by Independent Directors as to whether Board of the Bank is a professional and an active Board which meets frequently during the year to chart out policies and practices, ensuring that principles of Corporate Governance, both as imbibed in law and regulations and those expected by stakeholders, are religiously and voluntarily complied with and the stakeholder's interests are kept at utmost high level.

S. No	Particulars	Assessment Criteria
a.	**Structure of the Board**	Whether Board as a whole has Directors with a proper mix of competencies to conduct its affairs effectively.
	Competency of Directors	Whether Board as a whole has Directors with enough experience to conduct its affairs effectively.
	Experience of Directors	Whether Board as a whole has directors with a proper mix of qualifications to conduct its affairs effectively.
	Mix of qualifications	Gender / background / competence / experience, etc. – Whether there is sufficient diversity in the Board on the aforesaid parameters
	Diversity in Board under various parameters	Whether the process of appointment to the Board of Directors is clear and transparent and includes provisions to consider diversity of thought, experience, knowledge, perspective and gender in the Board of Directors

S. No	Particulars	Assessment Criteria
b.	**Meetings of the Board**	
	Regularity of meetings	Whether meetings are being held on a regular basis.
	Frequency	1. Whether the Board meets frequently 2. Whether the frequency of such meetings is enough for the Board to undertake its duties properly.
	Logistics	Whether the logistics for the meeting is being handled properly- venue, format, timing, etc.
	Agenda	1. Whether the agenda is circulated well before the meeting; 2. Whether the agenda has all relevant information to take decision on the matter; 3. Whether the agenda is up to date, regularly reviewed and involves major substantial decisions; 4. Whether the quality of agenda and Board papers is up to the mark (explains issues properly, not overly lengthy, etc.); 5. Whether outstanding items of previous meetings are followed-up and taken up in subsequent agendas; 6. Whether the time allotted for the every item (especially substantive items) in the agenda of the meeting is sufficient for adequate discussions on the subject; 7. Whether the Board is able to finish discussion and decision on all agenda items in the meetings 8. Whether adequate and timely inputs are taken from the Board members prior to setting of the Agenda for the meeting 9. Whether the agenda includes adequate information on Committee's activities.
	Discussions and dissent	1. Whether the Board discusses every issue comprehensively and depending on the importance of the subject; 2. Whether the environment of the meeting induces free-flowing discussions, healthy debate and contribution by everyone without any fear; 3. Whether the discussions generally add value to the decision making; 4. Whether the Board tends towards group think and whether critical and dissenting suggestions are welcomed; 5. Whether all members actively participate in the discussions; 6. Whether overall, the Board functions constructively as a team.

S. No	Particulars	Assessment Criteria
	Recording of minutes	1. Whether the minutes are being recorded properly- clearly, completely, accurately and consistently. 2. Whether the minutes are approved properly in accordance with set procedures. 3. Whether the minutes are timely circulated to all the Board members 4. Whether dissenting views are recorded in the minutes.
	Dissemination of information	1. Whether all the information pertaining to the meeting are disseminated to the members timely, frequently, accurately, regularly 2. Whether Board is adequately informed of material matters in between meetings.
c.	**Functions of the Board**	
	Role and responsibilities of the Board	Whether the same are clearly documented e.g. Difference in roles of Non-Executive Chairman, Matters reserved for the Board, etc.
	Strategy and performance evaluation	1. Whether significant time of the Board is being devoted to supervise current and potential strategic issues; 2. Whether various scenario planning is used to evaluate strategic risks; 3. Whether the Board overall reviews and guides corporate strategy, major plans of action, risk policy, annual budgets and business plans, sets performance objectives, monitors implementation and corporate performance, and oversees major capital expenditures, acquisitions and divestments.
	Governance and compliance	1. Whether adequate time of the Board is being devoted to analyse and examine governance and compliance issues; 2. Whether the Board monitors the effectiveness of its governance practices and makes changes as needed; 3. Whether the Board ensures the integrity of the entity's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational control, and compliance with the law and relevant standards; 4. Whether the Board oversees the process of disclosure and communications; 5. Whether the Board evaluates and analyses the compliance certificate from the auditors / practicing company secretaries regarding

S. No	Particulars	Assessment Criteria
		compliance of conditions of corporate governance.
	Evaluation of Risks	1. Whether Board undertakes a review of the high risk issues impacting the organization regularly. 2. In assessment of risks, whether it is ensured that, while rightly encouraging positive thinking, these do not result in over-optimism that either leads to significant risks not being recognised or exposes the entity to excessive risk.
	Grievance redressal Investors	Whether the Board regularly reviews the grievance redressal mechanism of investors, details of grievances received, disposed of and those remaining unresolved.
	Conflict of interest	1. Whether the Board monitors and manages potential conflicts of interest of management, members of the board of directors and shareholders, including misuse of corporate assets and abuse in related party transactions. 2. Whether a sufficient number of non-executive members of the board of directors capable of exercising independent judgement are assigned to tasks where there is a potential for conflict of interest.
	Stakeholder value and responsibility	1. Whether the decision making process of the Board is adequate to assess creation of stakeholder value; 2. Whether the Board has mechanisms in place to communicate and engage with various stakeholders; 3. Whether the Board acts on a fully informed basis, in good faith, with due diligence and care, with high ethical standards and in the best interest of the entity and the stakeholders; 4. Whether the Board treats shareholders and stakeholders fairly where decisions of the board of directors may affect different shareholder/ stakeholder groups differently; 5. Whether the Board regularly reviews the Business Responsibility Reporting / related corporate social responsibility initiatives of the entity and contribution to society, environment etc.
	Corporate culture and values	Whether the Board sets a corporate culture and the values by which executives throughout a group shall behave.
	Review of Board evaluation	Whether the Board monitors and reviews the Board evaluation framework.

S. No	Particulars	Assessment Criteria
	Facilitation of Independent Directors	Whether the Board facilitates the independent directors to perform their role effectively as a member of the board of directors and also a member of a committee of board of directors and any criticism by such directors is taken constructively.
d.	**Board and Management**	
	Evaluation of performance of the management and feedback	1. Whether the Board evaluates and monitors management, especially the CEO regularly and fairly and provides constructive feedback and strategic guidance; 2. Whether the measures used are broad enough to monitor performance of the management; 3. Whether the management's performance is benchmarked against industry peers; 4. Whether remuneration of the management is in line with its performance and with industry peers; 5. Whether remuneration of the Board and the management is aligned with the longer term interests of the entity and its shareholders; 6. Whether the Board selects, compensates, monitors and, when necessary, replaces key managerial personnel based on such evaluation; 7. Whether the Board 'steps back' to assist executive management by challenging the assumptions underlying strategy, strategic initiatives (such as acquisitions), risk appetite, exposures and the key areas of the entity's focus.
	Independence of the management from the Board	Whether the level of independence of the management from the Board is adequate.
	Access of the management to the Board and Board access to the management	Whether the Board and the management are able to actively access each other and exchange information.
	Secretarial support	Whether adequate secretarial and logistical support is available for conducting Board meetings.
	Fund availability	Whether sufficient funds are made available to the Board for conducting its meeting effectively, seeking expert advice E.g. Legal, accounting, etc.
	Succession plan	Whether an appropriate and adequate succession plan is in place and is being reviewed and overseen regularly by the Board.

S. No	Particulars	Assessment Criteria
e.	**Professional Development**	i. Whether adequate induction and professional development programmes are made available to new and old directors. ii. Whether continuing directors training is provided to ensure that the members of board of directors are kept up to date.

II. Performance Evaluation of Committees of the Board

The performance of Committees of Board shall also be reviewed from time to time. Based on the criteria given below various Committees of the Board shall be assessed by entire Board of the Bank (excluding Members of the Committee whose performance is evaluated) to ensure that all committees performs their roles & functions within their assigned delegations.

S. No	Particulars	Assessment Criteria
a.	Mandate and composition	Whether the mandate, composition and working procedures of committees of the board of directors is clearly defined and disclosed.
b.	Effectiveness of the Committee	Whether the Committee has fulfilled its functions as assigned by the Board and laws as may be applicable.
c.	Structure of the Committee and meetings	Whether the Committees have been structured properly and regular meetings are being held. In terms of discussions, agenda, etc. of the meetings, similar criteria may be laid down as specified above for the entire Board.
d.	Independence of the Committee from the Board	Whether adequate independence of the Committee is ensured from the Board.
e.	Contribution to decisions of the Board	Whether the Committee's recommendations contribute effectively to decisions of the Board.

III. Performance Evaluation of Individual Directors

Based on their qualification, expertise, track record, integrity and other criteria mentioned below, each **and every Director on the Board of the Bank** shall be assessed to ascertain whether the said person is suitable for holding directorship in the Bank.

S. No.	Particulars	Assessment Criteria
General		
a.	Qualifications	Details of professional qualifications of the Director.
b.	Experience/track record	Details of prior experience/track record of the Director, especially the experience relevant to the entity.
c.	Knowledge and Competency	i. How the Director fares across different competencies for effective functioning of the entity and the Board.

S. No.	Particulars	Assessment Criteria
		ii. Whether the Director has sufficient understanding and knowledge of the Bank and the Banking sector as a whole.
d.	Fulfillment of functions	Whether the Director understands and fulfills the functions to him/her as assigned by the Board and the law.
e.	Ability to function as a team	Whether the Director is able to function as an effective team- member.
f.	Initiative	Whether the Director actively takes initiative with respect to various areas.
g.	Availability and attendance	Whether the Director is available for meetings of the Board and attends the meeting regularly and timely, without delay.
h.	Commitment	Whether the Director is adequately committed to the Board and the entity.
i.	Contribution	Whether the Director contributed effectively to the entity and in the Board meetings.
j.	Integrity	Whether the Director demonstrates highest level of integrity (including conflict of interest disclosures, maintenance of confidentiality, etc.)
Additional Criteria for Independent Director		
a.	Independence	Whether Director is independent from the entity and the other directors and there is no conflict of interest.
b.	Independent views and judgement	Whether the Director exercises his/ her own judgement and voices opinion freely.
Additional Criteria for Non-Executive Chairman		
a.	Effectiveness of leadership and ability to steer the meetings	Whether the Non-Executive Chairman 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 and works effectively with the Board as a whole.
b.	Impartiality	Whether the Non-Executive Chairman is impartial in conducting discussions, seeking views and dealing with dissent, etc.
c.	Commitment	Whether the Non-Executive Chairman is sufficiently committed to the Board and its meetings.
d.	Ability to keep shareholders' interests in mind	Whether the Non-Executive Chairman is able to keep shareholders' interest in mind during discussions and decisions.

Additional Criteria for Whole Time Director		
a.	Contribution	Whether the Whole Time Director has contributed towards growth of the Bank including actual vis-à-vis budgeted performance
b.	Leadership	Whether the Whole Time Director is able to provide new ideas and planning towards growth of the Bank and steps initiated towards Branding of the Bank
c.	Initiative	Whether the Whole Time Director actively takes initiative towards team work attributes and supervising & training of staff members.

The NRC in consultation with the Board shall prepare a questionnaire for evaluating the performance of Board, its committee and individual Directors, on all or any of the evaluation criteria's, as mentioned above.

3. **Circulation of Questionnaire**

The **Non-Executive Chairman** with the assistance of the Company Secretary and/or any other personnel as may be authorized by him, shall circulate, either in writing or email, the detailed questionnaire with respect to the performance of Board, its committee and individual directors to all the Directors. All the Directors will fill the questionnaire and submit the same through email or in writing in a sealed envelope to:

- To the **Non-Executive Chairman** - with respect to the performance evaluation of independent directors & committee of the Board, who will collate the responses submitted through the questionnaire.
- To the Chairman of meeting of Independent Directors - with respect to the performance evaluation of non-independent directors, Non-Executive Chairman & the Board as a whole, who will collate the responses submitted through the questionnaire and submit the results to the Non-Executive Chairman.

With respect to the questionnaire related to evaluation of performance of individual directors, each director will fill the questionnaire for all other directors except himself/herself.

Further, the duly filled in questionnaire shall remain in the safe custody of the Non-Executive Chairman and such documents shall not be available for inspection by any member, board members or any other person unless the Non-Executive Chairman thinks otherwise.

4. **Assessment Performance evaluation of Independent Directors**

The Non-Executive Chairman on the receipt of results, can adopt any of the following methods:

- Individual discussion with each Director to discuss his/her performance
- Deliberation in the Board with respect to each Director

Performance evaluation of Non-Independent Directors

The Non-Executive Chairman on the receipt of results, can adopt any of the following methods: - Individual discussion with each Director to discuss his/her performance in their meeting - Collective deliberation in their meeting with respect to all Directors.

Performance evaluation of Non-Executive Chairman

The Non-Executive Chairman on the receipt of results shall take note of the same and if necessary can discuss the same with the Board.

Performance evaluation of Committee of Board

The Non-Executive Chairman on the receipt of results shall discuss the same with all the Board Members

Performance evaluation of Board

The Non-Executive Chairman on the receipt of results shall discuss the same with all the Board Members.

5. Action Plan

Based on the analysis of the responses, the Board, if thinks fit, may prepare an action plan on:

- Areas of improvement including training, skill building, etc. as may be required for Board members
- List of actions required detailing:
  - Nature of actions
  - Timeline
  - Person responsible for implementation
  - Resources required, etc.
- Review of the actions within a specific time period

The action plan may be prepared by the Board in a comprehensive manner. Suggestions under the external assessment, individual member feedback, etc. may be taken into account while drafting the action plan. The Action Plan so prepared shall be placed before the Board and be circulated to all the board members who are responsible for its implementation. Further, the Board may review the progress of its implementation periodically but not later than the subsequent annual evaluation performance.

VI. DISCLOSURE OF POLICY

A statement indicating the manner in which formal evaluation has been done by the Board of its own performance and that of its committees and individual Directors shall be included in the report of the Board of Directors placed in the Annual General Meeting and the same shall also be included under the head of 'Corporate Governance' of Annual Report.

VII. FREQUENCY OF BOARD EVALUATION

Board Evaluation will be carried out once in a financial year. Since Board evaluation is a continuous process, the Board of Directors may if felt desirable conduct board evaluation more frequently, if is felt that feedback provided to the members during meetings and otherwise, whether oral or written, is more effective for continuous improvement and ideally complements the annual evaluation process. In order to impart objectivity to the process the Board may also desire to complement the internal assessment with external assessment at regular intervals.

VIII. RESPONSIBILITY

The responsibility of Board evaluation lies on different persons depending on the subject of evaluation as per Companies Act, 2013 and Listing Regulations. However, it is found that on a global basis, generally the primary role of steering the whole process of Board evaluation and of ensuring its effectiveness in improving the Board efficiency lies on the Chairperson. Therefore, to achieve maximum benefit of the process, the role and function of Chairperson in Board Evaluation needs to be laid out clearly in advance.

IX. OWNERSHIP & REVIEW

The ownership of this policy shall be with Board Secretariat. The periodicity of review of policy shall be biennial. In the event of any amendment to the statutes/ rules/regulatory guidelines applicable to the policy, same shall be deemed to be part of the policy from the effective date of the amendment. Such changes shall be incorporated in the policy immediately with the approval of MD & CEO and brought to the notice of Board and /or its relevant Committee (s), in the form of an information item, in the meeting that immediately follows. The responsibility for updating the policy shall be that of the owner Department. Where a change in policy is necessitated by exigencies like developments in industry practice, market needs etc., same shall be placed before the Board and/or its relevant Committee(s) for review and approval, before they become a part of the policy.

Annexures 1, 2, 3, 4, 5 & 6 (Performance Evaluation Forms)

Annexure 1: Evaluation Form for Non-Executive Chairman
Annexure 2: Board Committee Evaluation Questionnaire
Annexure 3: Non-Executive Director and Independent Director Evaluation Form
Annexure 4: Non-Executive Director Evaluation Form
Annexure 5: Board Evaluation Questionnaire
Annexure 6: Evaluation Form for Whole Time Director

Jammu and Kashmir Bank Limited

Corporate Headquarters, M. A. Road,
Srinagar 190001, Kashmir (J&K)

BOARD EVALUATION QUESTIONNAIRE

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
A	**Board Composition & Quality**						
1	The Board has appropriate combination of industry knowledge, qualifications, expertise, experience and diversity (gender, experience, background, competence).						
2	The process of appointment to the Board of Directors is clear and transparent.						
3	The role and responsibilities of the Board and its Members are clearly documented.						
4	All the Independent Directors are independent in true letter and spirit i.e. whether the Independent Directors have given declaration of independence and they exercise their own judgment, voice their concerns and act freely from any conflict of interest.						
5	Board Members demonstrate highest level of integrity including maintaining confidentiality, identifying, disclosing and managing conflict of interest.						
6	The Board Members spend sufficient time in understanding the vision, mission of the Bank and its strategic and business plans, financial reporting risks and related internal controls and provide critical oversight on the same.						
7	The Board understands the legal requirements and obligations under which it acts as a Board, i.e. by-laws, corporate governance manual etc. and discharges its functions accordingly.						
8	The Board has identified its stakeholders and has appropriate level of communication with them.						
9	The Board understands the line between strategic oversight and management.						
10	The Board monitors compliances with corporate governance regulations and guidelines.						
11	An effective succession plan of Board is in place.						
12	The Board has proper number of Committees as required by legislation and guidelines, with well-defined terms of reference and reporting requirements.						
B	**Board Meetings and Procedures**						
13	The Calendar of Board meetings is communicated well in advance and reviewed from time to time.						
14	The Board meeting agenda and related background papers are concise and provide information of appropriate quality and detail.						
15	The information is received by Board Members sufficiently in advance for proper consideration.						
16	The frequency of Board Meetings, attendance and participation by the Board Members is adequate.						
17	The facility for video conferencing for conducting meetings is robust.						
18	As a good governance practice, Board meetings are held at different locations.						
19	The Board meetings encourage a high quality of discussions and decision making.						
20	Openness to ideas and ability to challenge the practices and throwing up new ideas.						
21	The amount of time spent on discussions on strategic and important issues is sufficient including the seven critical themes specified by RBI.						

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
22	The Board works effectively and collectively as a team in the best interest of the Bank.						
23	The minutes of Board meetings are clear, accurate, consistent, complete, timely and records dissenting views.						
24	The actions arising from Board meetings are properly followed up and reviewed in subsequent meetings.						
25	The processes are in place for ensuring that the Board is kept fully informed on all the material matters (including appropriate external information e.g. emerging risks and material regulatory changes).						
26	Adequacy of the separate meetings of Independent Directors.						
27	Appropriateness of secretarial support made available to the Board.						
28	The Board Members understand the terms and conditions of D&O insurance policy taken by the Bank.						
C	**Board Development**						
29	Appropriateness of the induction programmes given to the new Board Members.						
30	Timeliness and appropriateness of ongoing development programmes to enhance skills of its Members.						
D	**Board Strategy and Risk Management**						
31	Engaging with management in the strategic planning process, including corporate goals, objectives and overall operating and financial plans to achieve them.						
32	The Board has oversight on strategic plan / policies and the same meets the future requirements of the Bank.						
33	The Board has sufficient understanding of the risk attached with the business structure and uses appropriate risk management framework, reviews and understands the risks provided in the internal audit report and the management takes sufficient steps to mitigate the risk.						
34	The Board evaluates the strategic plan/policies periodically to assess the Bank's performance, considers new opportunities and responds to unanticipated external developments.						
35	The risk management framework is subject to periodic review.						
36	Monitors implementation of the long-term strategic goals and focuses its attention on long-term policy issues rather than short-term administrative matters.						
37	Monitoring the Bank's internal controls and compliance with applicable laws and regulations.						
38	The Board maintains oversight on vigil mechanism and related matters.						
39	The Board discusses thoroughly the annual budget of the Bank and its implications before approving it.						
40	The Board periodically reviews the actual result of the Bank vis-à-vis the plan/ policies devised earlier and suggests corrective measures, if required.						
41	The adequacy of the Board contingency plans for addressing and dealing crisis situations.						

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
E	**Board and Management Relations**						
42	The Board sets the overall tone and direction of the Bank.						
43	The Board has approved comprehensive policies for smooth conduct of material activities by the Bank.						
44	The Board has a range of appropriate performance indicators that are used to monitor the performance of management.						
45	The Board adequately reviews proposed departures from the long-term business plans of the Bank before they take place.						
46	The Board sets a corporate culture and the values by which executives shall behave.						
47	The Board and the management are able to actively access each other and exchange information.						
48	The level of independence of the management from the Board is adequate.						
F	**Succession Planning**						
49	The Board has a succession plan for the Chairperson and the Chief Executive Officer / Managing Director.						
50	The Board reviews its existing succession plan and if appropriate, makes necessary changes by taking into account the current conditions.						
G	**Stakeholder Value and Responsibility**						
51	The Board treats shareholders and stakeholders fairly where decisions of the Board may affect different shareholder/ stakeholder groups differently.						
52	The Board regularly reviews the Business Responsibility Reporting / related corporate social responsibility initiatives of the entity and contribution to society, environment etc.						
53	The Board evaluates and monitors Whole time Directors regularly and objectively.						

<table>
<tr><td rowspan="2"></td><td>1</td><td>2</td><td>3</td><td>4</td><td>5</td></tr>
<tr><td>Outstanding</td><td>Exceeds Expectation</td><td>Meets Expectation</td><td>Needs Improvement</td><td>Poor</td></tr>
<tr><td>Overall rating of Board's Performance</td><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td colspan="6">Comment ……………………………………………………
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<tr><td colspan="4">Please Suggest three things that could improve Board's Performance.
a) ……………………………….
b) ……………………………….
c) ……………………………….</td><td colspan="2">Name of Director:

Signature:
Date:</td></tr>
</table>

Rating Scale: -

Please tick in the appropriate box, where:

1	=	Outstanding
2	=	Exceeds Expectation
3	=	Consistent / Satisfactory
4	=	Needs improvement
5	=	Poor

BOARD COMMITTEE EVALUATION QUESTIONNAIRE

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
A	**Functions and Duties**						
1	The Committee of the Board is appropriately constituted.						
2	The terms of reference for the Committee, it's role and responsibilities are appropriate, adequate and clearly followed for serving its purpose.						
3	The composition of the Committee is in compliance with the legal requirement.						
4	The amount of responsibility delegated by the Board to the Committee is appropriate.						
5	The reporting by the Committee to the Board is sufficient, as minutes of the Committee are placed before the Board periodically containing suggestions and recommendations. In addition to the minutes, in respect of matters requiring special attention of the Board, Chairman of the Committee apprises the Board of the same.						
6	The performance of the Committee is assessed annually by the Board.						
7	The Committee regularly reviews its mandate and performance.						
8	The Committee takes effective and proactive measures to perform its functions.						
B	**Management Relations**						
9	Adequate independence of the Committee is ensured from the Board.						
10	The Committee gives effective suggestions, directions and recommendations to the management, as appropriate.						
11	The Committee meetings are conducted in a manner that encourages open communication and meaningful participation of its Members.						
C	**Committee meetings and Procedures**						
12	The Committee meetings have been organized properly, and appropriate procedures were followed with respect to pre & post meeting actions.						
13	The frequency of the Committee meetings is adequate.						
E	**For Stakeholders Relationship Committee**						
14	The Board regularly reviews the grievance redressal mechanism of investors.						

	1	*2*	*3*	*4*	*5*
	Outstanding	*Exceeds Expectation*	*Meets Expectation*	*Needs Improvement*	*Poor*
Overall rating of Board's Performance					
Comment	……………………………………………………. …………………………………………………….				
Please Suggest three things that could improve Board's Performance. a) ………………………………. b) ………………………………. c) ……………………………….			Name of Director: Signature: Date:		

Rating Scale: -

Please tick in the appropriate box, where:

1	=	Outstanding
2	=	Exceeds Expectation
3	=	Consistent / Satisfactory
4	=	Needs improvement
5	=	Poor

CHAIRMAN EVALUATION QUESTIONNAIRE

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
A	**Managing Relationships**						
1	The Chairman actively manages relationships and interests of shareholders, Board, management and employees.						
2	The Chairman meets with potential providers of equity and debt capital, if required.						
3	The Chairman manages meetings effectively and promotes a sense of participation in all the Board meetings.						
B	**Leadership**						
4	The Chairman displays efficient leadership, is open-minded, decisive, courteous, displays professionalism, is able to coordinate the discussions, etc. and is overall able to steer the meeting effectively.						
5	The Chairman promotes effective participation of all Board Members in the decision-making process and assesses the sense of the meeting.						
6	The Chairman promotes the positive image of the Bank.						
7	The Chairman promotes continuous training and development of Directors.						
8	The Chairman is impartial in conducting discussions, seeking views, and dealing with dissent, etc.						
9	The Chairman is sufficiently committed to the Board and its meetings.						
10	The Chairman affirms that the Board meetings have been duly convened and constituted in accordance with the Companies Act, 2013 or any other applicable guidelines, rules and regulations before proceeding to transact the business.						
11	The Chairman in case of participation of Directors through electronic mode, takes due and reasonable care to safeguard the integrity of the meeting by ensuring sufficient security and identification procedures to record proceedings.						
12	The Chairman ensures that the required quorum is present throughout the meeting.						

	1	*2*	*3*	*4*	*5*
	Outstanding	*Exceeds Expectation*	*Meets Expectation*	*Needs Improvement*	*Poor*
Overall rating of Board's Performance					
Comment ……………………………………………………. …………………………………………………….					
Please Suggest three things that could improve Board's Performance. d) ……………………………… e) ……………………………… f) ………………………………			Name of Director: Signature: Date:		

Rating Scale: -

Please tick in the appropriate box, where:

1 = Outstanding
2 = Exceeds Expectation
3 = Consistent / Satisfactory
4 = Needs improvement
5 = Poor

INDEPENDENT DIRECTOR EVALUATION QUESTIONNAIRE

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
A	**Participation at Board / Committee meetings**						
1	Director comes well prepared and informed for the Board / Committee meetings.						
2	Director's contribution at Board / Committee meetings is of high quality and innovative.						
3	Director demonstrates a willingness to devote time and effort to understand the Bank and its business and shows readiness to participate in events outside the meeting room.						
4	Director proactively contributes to the development of strategy and risk management of the Bank.						
B	**Managing Relationship**						
5	Director has the ability to remain focused during governance level in Board/ Committee meetings.						
6	Director's performance and behaviour promote mutual trust and respect within the Board / Committees.						
7	Director is effective and successful in managing relationships with fellow Board Members and Senior Management.						
C	**Knowledge and Skill**						
8	Director understands governance, regulatory, financial, fiduciary and ethical requirements of the Board/ Committees.						
9	Director actively and successfully updates his/ her knowledge and skills and remains up to date with the latest developments in areas such as corporate governance framework, financial reporting, industry and market conditions.						
10	Director is able to present his/ her views convincingly yet diplomatically.						
11	Director listens and takes into account the views of other Members of Board.						
D	**Personal Attributes**						
12	Director maintains high standard of ethics, integrity and confidentiality.						
E	**Additional criteria for Independent Directors**						
15	Director has effectively assisted the Bank in implementing best corporate governance practices and then monitors the same.						
16	Director helps in bringing independent judgment during Board deliberations on strategy, performance, risk management etc., in the best interest of the Bank.						
17	Director acts within his authority and assists in protecting the legitimate interest of the Bank, shareholders and employees.						
18	Director adheres to the applicable code of conduct for Independent Directors.						
19	Director keeps himself/herself well informed about the Bank and external environment in which it operates.						
20	Director understands and fullfills the functions assigned to him/her by the Board.						

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
21	Director devotes sufficient time and attention to his/her professional obligations for informed & balanced decision making.						
22	Director is independent from the entity and the other Directors and there is no conflict of interest.						

	1	2	3	4	5
	Outstanding	*Exceeds Expectation*	*Meets Expectation*	*Needs Improvement*	*Poor*
Overall rating of Board's Performance					
Comment ……………………………………………………. …………………………………………………….					

Please Suggest three things that could improve Board's Performance. a) ………………………………. b) ………………………………. c) ……………………………….	Name of Director: Signature: Date:

Rating Scale: -

Please tick in the appropriate box, where:

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NON-EXECUTIVE NON-INDEPENDENT DIRECTOR EVALUATION QUESTIONNAIRE

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
A	**Participation at Board / Committee meetings**						
1	Director comes well prepared and informed for the Board / Committee meetings.						
2	Director's contribution at Board / Committee meetings is of high quality and innovative.						
3	Director demonstrates a willingness to devote time and effort to understand the Bank and its business and shows readiness to participate in events outside the meeting room.						
4	Director proactively contributes to the development of strategy and risk management of the Bank.						
5	Director has ability to remain focused at a governance level during Board/ Committee meetings.						
B	**Managing Relationship**						
6	Director's performance and behaviour promote mutual trust and respect within the Board / Committee.						
7	Director is effective and successful in managing relationships with fellow Board Members and Senior Management.						
C	**Knowledge and Skill**						
8	Director understands governance, regulatory, financial, fiduciary and ethical requirements of the Board/ Committee.						
9	Director actively and successfully updates his/ her knowledge and skills and remains up to date with the latest developments in areas such as corporate governance framework, financial reporting, industry and market conditions.						
10	Director is able to present his/ her views convincingly yet diplomatically.						
11	Director listens and takes into account the views of other Members of Board.						
D	**Personal Attributes**						
12	Director has maintained high standard of ethics, integrity and confidentiality.						
13	Director understands and fullfills the functions assigned to him/her by the Board.						
14	Director devotes sufficient time and attention to his professional obligations for informed & balanced decision making.						
15	Director keeps himself/herself well informed about the Bank and external environment in which it operates.						

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MD&CEO/ED EVALUATION QUESTIONNAIRE

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
A	**Leadership**						
1	Has shown clear vision in correctly anticipating business trends, opportunities and priorities affecting the Bank's prosperity and operations.						
2	Has clearly translated his/her vision and strategy into feasible business or operational plans to achieve strategic success for the Bank.						
3	Has accurately communicated his/her concept, vision, mission, strategies, goals and directions for the Bank to stakeholders.						
4	Has motivated, encouraged and maintained high employee morale, loyalty and organizational culture, facilitated team building and cohesiveness among the Bank's employees to achieve the Bank's vision, mission and organisational goals.						
5	Is open to constructive suggestions, views of Board & Senior Management and exercises effective leadership for the organization.						
6	Has been an initiator, setting high working standards and pursuing goals with a high level of personal drive and energy.						
7	Has been able to provide new ideas and planning towards growth of the Bank and steps initiated towards branding of the Bank.						
8	Has actively taken initiatives towards teamwork attributes and supervising & training of staff members.						
B	**Strategy Formulation**						
9	Has developed clear mission statements, policies and strategic plans that harmoniously balance the needs of shareholders, clients, employees and other stakeholders.						
10	Has accurately identified and analyzed problems and issues confronting the Bank						
11	Has accurately determined and assessed key success factors for formulating the Bank's strategy.						
12	Has assured that Bank's resources and budgets are aligned to the implementation of the organization's strategic plan.						
13	Has established processes to ensure monitoring and controlling works, thus ensuring that the effectiveness of organizational performance, including risk management, was achieved.						
C	**Strategy Execution**						
14	Has established an effective organization structure ensuring that there is management focus on key functions necessary for the organization to align with its mission.						
15	Has organized and delegated work accurately and has performed his or her functions within his/her scope of responsibility.						
16	Has consistently made sound decisions and made timely adjustments in strategies, wherever required						

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
17	Has timely and effectively executed strategies on priorities and with measures set by the Board.						
18	Has accurately supervised performance monitoring and performance control to ensure accountability at all levels of the organization.						
19	Has ensured that the Bank's operations comply with requirements from all pertinent laws and regulations.						
D	**Financial Planning and Performance**						
20	Possesses a good understanding of the Bank's financial measures relevant to its business and financial situation.						
21	Has effectively monitored and evaluated financial planning, exercised good judgement in managing financial affairs, budgets and administrative operations.						
22	Has contributed towards growth of the Bank including actual vis-à-vis budgeted performance						
E	**Relationships with the Board**						
23	Has built and managed strong working relationships with Board Members, Senior management and has worked closely and cooperatively with the Board in developing the mission, short, medium and long-term strategic plans.						
24	Has demonstrated a sound knowledge of Board governance procedures and has consistently followed them.						
25	Has presented information to the Board on items requiring Board opinions and decisions in a professional and transparent manner, with recommendations based on thorough study and sound principles.						
26	Has been available to individual Board Members whenever necessary, as well as supported the Board in its governance duties by providing necessary resources and other facilities.						
F	**External Relations**						
27	Has served as an effective Bank's representative in communicating with all stakeholders.						
28	Has encouraged corporate social responsibility and community involvement in promoting a positive image of Bank.						
29	Has assured that the Bank maintains positive relationships in the community and cultivates good working relationships with community groups and organizations.						
G	**Human Resources Management/ Relations**						
30	Effectively monitors procedures and practices pertaining to human resources, including appraisal process and rewarding systems for management and employees.						
31	Has ensured that the Bank has good internal communication and treated all personnel fairly, without favoritism or discrimination.						
H	**Succession**						
32	Has effectively reviewed the Bank's succession plan and wherever appropriate, made necessary changes by taking into account conditions that are external or internal to the Bank.						

S. No	Evaluation Criteria	1 Outstanding	2 Exceeds Expectation	3 Meets expectation	4 Needs Improvement	5 Poor	Comments
33	Has put in place the processes and programs required to create a pipeline of future leadership.						
I	**Product/ Service Knowledge**						
34	Has demonstrated a thorough knowledge and understanding about key aspects of the Bank's products and services.						
35	Has a good understanding of the Bank's business model and allocation of its resources, as well as business and industry environment.						
36	Has regularly demonstrated creativity and initiative in creating new products and services.						
J	**Personal Qualities**						
37	Has attained an image that reflects positively on the Bank, as well as demonstrated a personality, outlook, and attitude that wins trust and support from all stakeholders.						
38	Has exercised good judgment in dealing with sensitive issues between people and groups.						
39	Has shown skills at analyzing and addressing problems, challenges and conflicts, and has been comfortable with ambiguity and complexity.						
40	Has maintained a high standard of ethics and integrity, as well as a healthy balance.						
K	**Participation at Board/ Committee meetings**						
41	Comes well prepared and informed for the Board / Committee meetings.						
42	Contributions at Board / Committee meetings are of high quality and innovative.						
43	Devotes sufficient time and attention to his/her professional obligations for informed & balanced decision making.						
44	Actively engages in shaping the Bank's strategy and strengthening its risk management framework.						
45	Demonstrates the ability to maintain focus on governance matters during Board and Committee meetings.						
46	Understands and fullfills the functions assigned to him/her by the Board.						
L	**Managing Relationship**						
47	Performance and behaviour promote mutual trust and respect within the Board / Committee.						
M	**Knowledge and Skills**						
48	Understands governance, regulatory, financial, fiduciary and ethical requirements of the Board / Committees.						
49	Continuously refreshes knowledge and skills to remain up to date on corporate governance, financial reporting, industry, and market trends.						
50	Can present his/ her views convincingly yet diplomatically.						

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