

Performance Evaluation Policy

(Revised Policy approved and adopted by the Board of Directors in their Meeting held on October 31, 2026)

A Preamble

This Performance Evaluation Policy ("Policy") has been approved by the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee in view of the provisions of the Companies Act 2013 and rules notified thereunder and In SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations") to prescribe evaluation criteria for the Independent Directors and the Board of Directors of the Company. The Board, based on the recommendation of the Nomination and Remuneration Committee, may amend this Policy from time to time to incorporate any subsequent amendment(s)/modification(s) in the Listing Regulations with respect to matters covered under this Policy or otherwise.

B Object

The Board Evaluation Policy aims to:

1. bring closer working relationship among Board members

2. endorse those individual directors and the Board as a whole:
   a) who works efficiently by using the Board's time constructively to maximize the strength; and
   b) who works effectively as a governing body in achieving Company's objectives and tackle any short comings.

3. Facilitate the decision on levelling the composition of remuneration, for making it reasonable and sufficient, to attract, retain and motivate directors, with aim to sustain the required quality to run the company successfully.

C Board Participation:

All the Independent Directors and Board of Directors will have to comply with the evaluation criteria as laid down under this Policy.

D Responsibility on evaluation

1. The Chairman of the Board shall be responsible for initiating annual evaluation process;

2. The Nomination and Remuneration Committee shall be responsible for organizing the Board evaluation process and accordingly conclude the steps required to be taken;

3. The Board shall be responsible for:

   a) Reiewing various strategies of the Company and accordingly set the performance objectives for directors, consistent with the varying nature and requirements of Company's business;

   b) Discussing and analyzing the Board's and own performance during the year together with suggestions for improvement thereon, pursuant to the performance objectives; and

c) The performance evaluation of all the independent directors.

4. The Independent Director shall be responsible for:

a) Performance evaluation of non-independent directors and Board as a whole; and
b) Reviewing performance of the chairperson, taking into account the views of executive directors and non-executive directors

E Events of evaluation

1. Annually, the chairperson shall initiate the process of evaluation.

2. At the Board's discretion the evaluation shall be coordinated by:

i. A person designated by the Board alone; or
ii. A person designated by the Board with staff assistance; or
iii. An appointed external consultant.

3. The evaluation shall consist of four parts:

i. Overall Board evaluation;
ii. Committee evaluation;
iii. Director's evaluation by the Nomination and Remuneration Committee; and
iv. Independent Director Evaluation.

4. The Nomination and Remuneration Committee shall formulae criteria for the performance evaluation.

F Review and modification of evaluation
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1. The evaluation process, criteria and tools used shall be reviewed by the Nomination and Remuneration Committee on need basis.

2. The Committee may periodically seek independent external advice in relation to the process.

3. The Committee may amend the Policy, if required, by passing a resolution at a Nomination and Remuneration Committee meeting, after ascertaining its relevance on the basis of the Company's needs.

4. If and when changes are brought into, it is the Committee's responsibility to assure that this policy document is updated.

H Disclosure

1. The Company shall disclose details of its Board Evaluation process in its Board's Report.

2. The key features of this Policy would be included in the corporate governance statement contained in the Annual Report of the Company.

3. The Board's report containing such statement shall be made available to shareholders at the general meeting of the Company.

4. The Policy shall be available for public information on the website of the Company i.e. www.greenleafenvirotech.in

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