

**Evaluator- ( can be single or collective)**

**SUZLON ENERGY LIMITED**  
**Board / Committee Evaluation**

Rating Scale:

- 1 = Outstanding
- 2 = Exceeds Expectations
- 3 = Meets Expectations
- 4 = Needs improvement
- 5 = Poor

Sr. No.	Criteria	Rating					Remark/ Suggestions
		1	2	3	4	5	
<b>A.</b>	<b>Board Composition and Quality</b>						
1	Board members have the requisite expertise, skill and experience.						
2	Board has been given sufficient information to help it understand the company's business, and where to focus for growth						
3	Board plays a role in oversight of strategy, plans and budgets						
<b>B.</b>	<b>Board Meetings and Procedure</b>						
1.	Concise And informative agenda and related background papers.						
2.	Attendance and participation by the board members.						
3.	Frequency of Board Meetings is adequate.						
4.	Encourages a high quality of discussions and decision making.						
5.	Quality of company secretarial support.						
6.	Meetings are conducted in a manner that fosters mutual trust, transparency and frank sharing of views and concerns						

7.	Quality of risk management process						
<b>C.</b>	<b>Committee Function and Duties</b>						
1.	Composition of Committee						
2.	Quality of expertise and skill						
3.	Level of participation and interest						
4.	Provides inputs to the Board on proceedings						
<b>B</b>	<b>Committee Meetings and Procedures</b>						
1.	Appropriate procedures were followed in organizing meetings.						
2.	Adequate frequency of meetings.						
<b>F.</b>	<b>Overall rating of Board / Committee Performance</b>						

**EVALUATION OF THE FLOW OF INFORMATION**

Particulars	1	2	3	4	5	Comments
1. Quality of flow of information between the Company, Management and the Board.						
2. Adequacy of disclosures and explanation on major matters						
3. Timeliness of flow of information to the directors						
<b>Overall rating of the flow of information</b>						



1.	Exercises objective independent judgment in the best interest of Company on all matters.						
2.	Able to read financial numbers and understand implications						
3.	Maintains high level of confidentiality.						
4.	Adheres to the applicable code of conduct and maintains high standard of ethics and integrity.						
<b>E.</b>	<b>Overall rating of Director performance</b>						
<b>F.</b>	<b>Comments, if any on areas of improvement</b>						

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**PERFORMANCE EVALUATION OF THE CHAIRMAN / MANAGING DIRECTOR (MD) / WHOLETIME DIRECTOR (WTD)**

Sr. No	Particulars	1	2	3	4	5	Comments
1.	Is the Chairman / MD / WTD demonstrating effective leadership of the Board?						
2.	Are relationships and communications with stakeholders and shareholders well managed?						
3.	Are relationships and communications within the board constructive?						
4.	Are Board members able to raise issues and concerns? Do directors participate fully in the discussions and all views sought and discussed						
5.	Quality of governance						
6.	Overall performance rating						