Evaluator- (can be single or collective)

SUZLON ENERGY LIMITED **Board / Committee Evaluation**

Rating Scale:

- 1 = Outstanding2 = Exceeds Expectations3 = Meets Expectations
- 4 = Needs improvement
- 5 = Poor

Sr.	Criteria			Rating	Remark/		
No.		1	2	3	4	5	Suggestions
Α.	Board Composition and Quality						
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.	Board Meetings and Procedure						
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					
C.	Committee Function and Duties					
1.	Composition of Committee					
2.	Quality of expertise and skill					
3.	Level of participation and interest					
4.	Provides inputs to the Board on proceedings					
В	Committee Meetings and Procedures					
1.	Appropriate procedures were followed in organizing meetings.					
2.	Adequate frequency of meetings.					
		1	1	1	1	
F.	Overall rating of Board / Committee Performance					

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						
Overall rating of the flow of						
information						

INDIVIDUAL DIRECTOR EVALUATION FORM

(PEER REVIEW- by Directors other than director being evaluated)

Name of director to be reviewed:

Sr.	Evaluation parameters			Rating	Remark/		
No.		1	2	3	4	5	Suggestions
А.	Participation at Board/ Committee						
	Meetings.						
1.	Attends Board meetings regularly and						
1.	comes well prepared (has read the						
	agenda papers)						
	agenea papers)						
2.	Participates freely and contributes to						
	discussion						
		1	1	1	I	I	1
В.	Relationship, Knowledge and Skill						
1.	Promotes mutual trust and respect within						
	the Board / Committee.						
2.	Governance: understanding regulatory						
	and legal issues						
3.	Quality and value of his contribution at the						
	Board Meetings						
4.	Knowledge of business, role, quality of						
	communication and transparency						
3	Fulfilment of Independence criteria and						
	independence from the management as						
	per legal requirement (Applicable in						
	case of Independent Director only)						
	1 57						
C.	Code of Conduct						
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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.				
Е.	Overall rating of Director performance				
F.	Comments, if any on areas of improvement				

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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						