IL JIN ELECTRONICS (INDIA) LIMITED
(FORMERLY KNOWN AS IL JIN ELECTRONICS (INDIA) PRIVATE LIMITED)

POLICY FOR EVALUATION OF THE PERFORMANCE OF THE BOARD OF DIRECTORS AND INDEPENDENT DIRECTORS

Approved and adopted by the Board of Directors of the Company at its meeting held on 30th October 2026.

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Approved and adopted by the Board of Directors of the Company at its meeting held on 30th October 2026.

POLICY FOR EVALUATION OF THE PERFORMANCE OF THE BOARD OF DIRECTORS AND INDEPENDENT DIRECTORS

1. INTRODUCTION

Section 178(2) of the Companies Act, 2013 **(the "Act)** provides the Nomination and Remuneration Committee **("Committee")** shall specify the manner for effective evaluation of performance of Board, its committees and individual Directors and review its implementation and Compliance. It may be carried out either by the Board, or by the Nomination and Remuneration Committee or by an independent external agency.

Part VII of the schedule IV requires the Independent Directors to review the performance of non-independent directors and the Board as a whole; review the performance of the Chairperson of the company, taking into account the views executive Directors and non-executive directors; and assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Regulation 17(10) of SEBI Listing Obligations and Disclosure Requirements **("SEBI (LODR) Regulations, 2015")** requires the independent directors to be evaluated by the entire Board of directors excluding the directors who are subject to evaluation, which shall include:

(a) performance of the directors; and
(b) fulfillment of the independence criteria as specified in SEBI (LODR) Regulations, 2015 and their independence from the management.

Section 134(3)(p) of the Companies Act, 2013 requires Directors Report to state the manner in which formal annual evaluation of the performance of the Board, its Committees and of individual Directors has been made.

2. DEFINITIONS

i. **"Act"** means the Companies Act, 2013, as amended from time to time and the rules made thereunder.

ii. **"Company"** means IL JIN Electronics (India) Limited *(formerly known as IL JIN Electronics (India) Private Limited).*

iii. **"Committee"** shall mean the Nomination and Remuneration Committee of the Board of Directors formed under the provisions of Section 178 of the Act.

iv. **"Director"** or **"Board"** means the Director or the Board, in relation to the Company, and deemed to include the collective body of the Board of the Company including the Chairman of the Company.

v. **"Independent Director"** shall mean an Independent Director as defined under Section 2 (47) to be read with Section 149 (5) of the Act.

vi. **"SEBI (LODR) Regulations, 2015"** means Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

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vii. **"Policy"** shall mean this Policy for Evaluation of performance of Board of Directors and Independent Directors of the Company.

3. OBJECTIVE

This Policy aims at establishing a procedure for conducting periodical evaluation of Directors' performance and formulating the criteria for determining qualification, positive attribute and independence of each and every Director of the Company in order to effectively determine issues relating to remuneration of every Director, Key Managerial Personnel and other Employees of the Company.

This Policy further aims at ensuring that the Committees to which the Board of Directors has delegated specific responsibilities are performing efficiently in conformity with the prescribed functions and duties. In addition, the Nomination and Remuneration Committee shall carry out the evaluation of performance of every Director, Key Managerial Personnel in accordance with the criteria laid down.

4. RESPONSIBILITY

a. Responsibilities of the Board

The Board of Directors shall undertake the following activities on an annual basis:

i. The Board as a whole shall discuss and analyze its own performance during the year together with suggestions for improvement thereon, pursuant to the performance objectives.
ii. Review performance evaluation reports of various Committees along with their suggestions on improving the effectiveness of the Committees. Also, the requirement of establishing any new Committees shall be reviewed by the Board on an annual basis.
iii. Review the various strategies of the Company and accordingly set the performance objectives for Directors.
iv. Ensure that adequate disclosure is made with regard to performance evaluation in the Board's Report.

b. Responsibility of the Nomination & Remuneration Committee

It shall evaluate the performance of Board, its committees and individual Directors of the Company, as per its terms, its role as prescribed under Part D of Schedule II of the SEBI (LODR) Regulations, 2015, the Policy and the Nomination and Remuneration Policy of the Company framed in accordance with the provisions of Section 178 of the Act.

c. Responsibility of Independent Directors

Independent Directors are duty bound to evaluate the performance of Non-Independent Directors and the Board as a whole. The Independent Directors of the Company shall hold at least one separate meeting in a financial year to:-

i. review the performance of non-independent directors and the Board as a whole;
ii. review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
iii. assess the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Evaluation of Independent Director shall be carried on by the entire Board of Directors of the Company except the Director being evaluated.

5. EVALUATION OF PERFORMANCE

a) Evaluation of Individual Directors (including Independent Directors)

The Committee and the entire Board shall carry out an evaluation of the performance of individual director of the Company. The evaluation of performance of the Independent Directors shall also be carried out by the entire Board of Directors excluding the Director being evaluated. Evaluation performance should be carried out at least once in a year.

In addition, the Independent Directors shall hold a meeting at least once in any given year, without the presence of the non-Independent Directors of the Company, to review the performance of such non-Independent Directors. The evaluation of the individual director shall be carried out based on the questionnaire and feedback form given as **Annexure A** to this Policy.

b) Evaluation of the Chairperson

The Independent Directors shall hold a meeting at least once in any given year, without the presence of the non-Independent Directors of the Company, to review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors. The evaluation of the Chairperson shall be carried out based on the questionnaire and feedback form given as **Annexure B** to this Policy.

c) Evaluation of the Board as a whole

The Board shall carry out its own performance evaluation. In addition, the Independent Directors in their meeting, without the presence of the non -Independent Directors of the Company, review the performance of the Board. The evaluation of the Board shall be carried out based on the questionnaire and feedback form given as **Annexure C** to this Policy.

d) Evaluation of Board Committees

The Committees of the Board may undertake an annual performance evaluation through a structured questionnaire-based assessment mechanism. Evaluation inputs shall be obtained from all Committee members to facilitate a comprehensive assessment of the Committee's effectiveness and functioning.

A self-evaluation report containing the outcome of the Committee's assessment shall be prepared and submitted to the Board for its review. The Chairman of the respective Committee may facilitate discussions with the Board on the findings, observations, and recommendations arising from such evaluation.

Further, the Independent Directors, at a separate meeting held without the presence of the non-Independent Directors and members of the management, shall evaluate the performance and effectiveness of each Board Committee.

The aforesaid evaluation shall be conducted based on the questionnaire and feedback form prescribed under **Annexure D** to this Policy.

6. EVALUATION PROCESS

It shall be the duty of the Chairman of the Board, who shall be supported by Company Secretary to organise the evaluation process and accordingly conclude the steps required to be taken. The

evaluation process will be used constructively as a system to improve the Directors' and Committees' effectiveness, to maximise their strength and to tackle their shortcomings.

Copies of the evaluation forms referred to in Annexures A, B, C and D shall be circulated to each Director prior to the meeting convened for the purpose of performance evaluation. Directors shall complete the relevant evaluation forms and submit them to the Chairman or the Board-designated representative within the time communicated to them.

Performance ratings shall be assigned on a scale of 1 to 10, where 1 represents the lowest level of effectiveness and 10 represents the highest level of effectiveness. The evaluation results shall be compiled, tabulated, and analysed prior to the meeting and presented in the form of a summary report containing consolidated scores and key observations.

All deliberations and discussions held during the evaluation process shall remain strictly confidential and shall be limited to the participants of the meeting. The completed evaluation forms and the written results thereof shall be maintained in confidence. The individual evaluation forms shall be preserved and submitted to the Board and the relevant Committee for review and assessment.

Based on the evaluation outcomes, the Board shall discuss areas of strength, identify opportunities for improvement, and consider whether any changes to its governance framework, practices, or policies are warranted to enhance the overall effectiveness of the Board and its Committees.

7. REVIEW AND AMENDMENTS

Subject to the approval of Board of Directors, the Nomination and Remuneration Committee reserves its right to review and amend this Policy, if required, to ascertain its appropriateness as per the needs of the Company.

Further, any subsequent amendment/modification in the Act, SEBI (LODR) Regulations, 2015 and/or other applicable laws in this regard shall automatically apply to the Policy.

8. DISCLOSURE

In accordance with the requirement under the Act and the SEBI (LODR) Regulations, 2015, disclosure regarding the manner in which the performance evaluation has been done by the Board of Directors of its own performance, performance of various Committees of Directors and individual Directors' performance will be made by the Board of Directors in the Board's Report. Further, the Board's Report containing such statement will be made available for the review of Shareholders at the General Meeting of the Company.

The Policy will be made available on the Company's official website and the key features of this Policy will also be included in the corporate governance statement contained in the Annual Report of the Company.

Approved and adopted by the Board of Directors of the Company at its meeting held on 30th October 2026.

Annexure A

Evaluation of Individual Directors (including Independent Directors)

Rating scale shall be 1 to 10 (1 being least effective and 10 being most effective)

I. Executive Directors' Evaluation Tool

S.No.	Evaluation Parameter	Assessment	
		Rating	Remarks/Comments
1	**Director's Vision, Business & Industry Knowledge & Expertise**		
a	Has a long-term vision for the Company, has business acumen, and provides entrepreneurial leadership to the Company/Strategic Business units/segment he leads and sets the strategic vision		
b	Has a good understanding of the Company's business, industry dynamics, competitive trends including the global trends, and inherent business risks		
c	Willing to experiment and adopt innovative strategies for changing the company's business landscape		
d	Able to see the big picture and has eye for details		
e	Seeks out expertise and support from external experts where needed		
f	Has an urge to initiate changes in existing work processes and methods to bring about continuous improvement in operational efficiency, drive down operational cost, and sharpen Co's competitive edge		
g	Has good and understanding of regulatory systems, laws and regulations		
2	**Director's Business Commitment & Organizational Leadership**		
a	As wholetime Director, fully committed and devoted to the Company's business		
b	Leads from the front		
c	Provides ethical leadership. Walks the talk, and sets the tone for the rank and file		
d	Diligently executes all responsibilities and actions delegated to him		
e	Is a good team player		
3	**Director's Engagement at the Board deliberations**		
a	Attends Board/Committee meetings regularly - Studies the agenda and comes well prepared for the meetings		
b	Provides constructive guidance and opinion during Board deliberations		
c	Director respects and is receptive to the views /suggestions of other Directors		
4	**Integrity & Honesty**		
a	Places Company's interest ahead of personal interest		
b	Avoids actual and potential conflict of interests while serving on the Board		
c	Maintains absolute transparency and integrity in all transactions relating to the company and promptly discloses any personal interest		
Date			

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II. Non-Executive Directors' Evaluation Tool

S.No.	Evaluation Parameter	Assessment	
		Rating	Remarks/Comments
1	**Director's Knowledge & Expertise**		
a	Director has adequate experience in industry/business /profession and is knowledgeable to give dispassionate and independent advice on matters that arise at the Board/Committees.		
b	Has a good understanding of the Company's business, industry dynamics and inherent risks		
2	**Specific Competency and Professional Experience /Expertise**		
a	Director has specific competence and professional experience in the field of _____ which is quite relevant/useful to the Company's business and enhances Board diversity		
b	Has multi-Board experience		
c	Has adequate financial expertise to read financial statements, understand financial ratios and other indices		
d	Understands regulatory systems, laws and regulations		
3	**Board Engagement & Time Commitment (Attendance, Meeting Preparation & Participation)**		
a	Attends regularly Board/Committee meetings the meetings		
b	Studies the agenda and comes well prepared for the meetings		
c	Actively participates at the meeting, asks relevant questions and expects satisfactory answer and voices dissent where appropriate		
d	Respects and is receptive to the views /suggestions of fellow members of the Board		
e	Is a Team Player		
4	**Integrity & Honesty**		
a	Places Company's interest ahead of personal interest		
b	Avoids actual and potential conflict of interests while serving on the Board		
Date			

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Annexure B

Evaluation of the Chairperson

Rating scale shall be 1 to 10 (1 being least effective and 10 being most effective)

S.No.	Evaluation Parameter	Assessment	
		Rating	Remarks/Comments
1	Leads the Board effectively		
2	Ensures participation of all members in the Board deliberations		
3	Ensures directors are as fully informed as possible on any issue where decision is required		
4	Guides the Board /Management on key issues to be brought up to the Board for deliberations		
5	Guides the Board/Management on any major initiative to be taken for improved Corporate Governance and regulatory compliance		
6	Drives consensus in decision making process		
7	Enhances the Company's image in dealing with major stakeholders		
Date			

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Annexure C
Evaluation of the Board as a whole

Rating scale shall be 1 to 10 (1 being least effective and 10 being most effective)

S.No .	Evaluation Parameter	Assessment	
		Rating	Remarks/Comments
	Board Composition, Structure & Processes		
1	**Board Composition - Size**		
	Size of the Board in terms of the numbers of directors being consistent with the needs of the company		
2	**Competencies & Diversity**		
	Business experience, competencies, skills and diversity of background of the Board members as a whole and its adequacy		
3	**Board Committees**		
a)	Does the Board have appropriate number of committees		
b)	Effectiveness of the Board Committees and do they provide useful recommendations allowing for better decision-making and do they consequently make Board meetings more efficient and effective		
c)	Expertise of the members of the Committee on issues		
d)	Information to non-committee members about the Committee's deliberations		
4	**Board Processes/Working Procedures**		
a)	**Advance Circulation of Agenda:** Providing information on the various agenda items in advance of Board/Committee meetings		
b)	**Adequacy of information flow:** Supply of proper information for effective decision-making, key issues and risks properly highlighted		
c)	**Conduct of Board Meetings:** Allocation of time between Board discussions and management presentations		
d)	**Assessment of efficacy of Board information flow from Management**		
(i)	Whether the presentations given during Board/Committee meetings contain relevant information to make right decisions		
(ii)	Efficacy of the Company's financial and internal controls		
(iii)	Efficacy of the Company's internal audit process		
5	**Board Effectiveness**		
a)	Contribution by Board members in effective decision making		
b)	Review and monitoring of Company's performance and business strategy		
c)	Review of business risks and ensuring adequate risk management		
d)	Mutual trust and respect amongst directors inter-se		
6	**Ethics & Compliance**		
a)	Level of integrity and commitment		
b)	Transparency in business transactions and disclosure of personal interest, if any		
c)	Efficacy of the internal process to ensure statutory and regulatory compliances		
Date			

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Annexure D

Evaluation of Board Committees

Rating scale shall be 1 to 10 (1 being least effective and 10 being most effective)

S.No.	Evaluation Parameter	Assessment	
		Rating	Remarks/Comments
1	The composition, terms of reference, roles and responsibilities of the committees are in line with the applicable laws and are actively adhered to by the members		
2	The Committee meeting agendas are well balanced, allowing appropriate time for the most critical issues and the Board receives timely, accurate, and useful information upon which to make decisions.		
3	Committee meetings are conducted in a manner that ensures open communication, meaningful participation, and sound resolution of issues		
4	The information provided to members prior to meetings meets expectations in terms of length and level of detail and members come prepared to meetings and ask appropriate questions of management and address issues that might present a conflict of interest		
5	Whether the Committee's recommendations contribute effectively to the decisions of the Board		
6	Whether the Committee has fulfilled its functions as assigned by the Board and laws as may be applicable		
Date			

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