



## **MAGNA ELECTRO CASTINGS LIMITED**

Reg. Ofc:43, Balasundaram Road, Coimbatore-641018 | CIN:L31103TZ1990PLC002836

### **BOARD DIVERSITY POLICY**

#### **PREAMBLE**

The Board of Directors (the “Board”) of Magna Electro Castings Limited has adopted the following policy and procedures with regard to Board Diversity as below. The Board may review and amend this policy from time to time. This Policy will be applicable to the Company effective 01.04.2019. This Policy is in terms of SEBI ( Listing Obligations & Disclosure Requirements) Regulations, 2015.

#### **POLICY**

The Nomination and Remuneration Committee is conscious of the increased focus on Board diversity and acknowledges all aspects of diversity including age, gender, religion and race in the Board’s composition. Diversity enhances quality of deliberations and decision making, making the Board and senior management more effective. While committed to a diverse Board, the Nomination and Remuneration Committee will always be guided to strike an appropriate balance of skills, background, experience, independence and knowledge when recommending candidates for the Board’s appointment.

Board appointments are ultimately based on merit, measured against objective criteria laid down by the Nomination and Remuneration Committee, the need to maintain optimum size with a balance of executive, non-executive and independent Directors, with due regard for the benefits of diversity on the Board, statutory requirements and the Candidates’ belief in, and commitment to practice, the ethical Values.



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### **POLICY ON SUCCESSION PLANNING FOR THE BOARD AND SENIOR MANAGEMENT:**

As per Regulation 17(4) Of SEBI ( Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has put in place this policy with effect from 01.04.2019 as approved by Board of Directors of the Company.

#### **Applicability:**

This Policy of Succession Planning is applicable to the following personnel.

1. Managing Directors and other Board of Directors
2. Senior Management Positions:
  - a. Key Management Personnel
  - b. General Managers and above level

As far as **Succession Plan to the Board** is concerned the Nomination Committee of the Board, shall apply a due diligence process to determine suitability of person(s) being considered for appointment or re-appointment as a Director of the Company based on his educational qualification, experience and track record, and every such person shall meet 'fit and proper' criteria, as the Company may stipulate from time to time and accordingly any appointment or re-appointment of a Director shall be subject to prior approval by Nomination & Remuneration Committee of Board of Directors of the Company.

**Succession Plan for Senior Management Personnel** shall also be reviewed by the Nomination & Remuneration Committee and considers list of Senior Management Personnel for succession process. The Committee shall also consider the new vacancies/ resignations that may arise in the business and considering all these situations, the Committee shall assess the availability of suitable candidates for the Company's growth and development.

The recommendation of Nomination & Remuneration Committee shall be placed before the Board for its approval.

The Managing Director and Head- Human Resources shall from time to time identify high-potential employees who merit faster career progression to position of higher responsibility and formulate, administer, monitor & review the process of skill development and identify the training requirements.

Appointment of Key Managerial Personnel such Managing Directors/ Manager/ Whole Time Directors, Chief Financial Officer or Company Secretary shall be made in compliance with and conforming applicable provisions of relevant laws.

The Board has power to replace/ amend this policy on recommendation of Nomination & Remuneration Committee, from time to time as and when required necessary.