



## NEWEVER TRADE WINGS LIMITED

formerly Newever Infrahomes Limited  
CIN No L74999WB2013PLC181108

### **BOARD EVALUATION POLICY**

The Board of Directors of Newever Trade Wings Limited has adopted this Policy as the Board Evaluation Policy under the provisions of Companies Act, 2013 and Clause 52 of the SME Listing Agreement.

The provisions of this Policy are designed to govern the disclosure requirements to ensure transparency in the conduct of business activities in the best interest of the Company and its Shareholders and to comply with the Statutory Provision in this regard.

This Policy is intended to provide guidance to the Board of Directors and Senior Management Personnel to manage the affairs of the Company in an ethical manner. The purpose of this policy is to recognize and provide mechanism to evaluate the performance of Directors, KMPs and Senior officials of the Company.

Board Evaluation policy is designed to:

- adopt best practices to manage the affairs of the Company in seamless manner;
- achieve good corporate governance as well as sustained long-term value creation for stakeholders;
- review the pre-determined role of the Board collectively and individual Directors in discharge of duties as set out in the Company from time to time;
- annually assess how well directors are discharging their responsibilities, collectively by assessing the Board's effectiveness and individually by assessing the quality of a Director's contribution to general discussions, business proposals and governance responsibilities;
- regularly evaluate the Director's confidence in the integrity towards the Company, the quality of the discussion at Board meetings, the credibility of the reports and information they receive, the level of interpersonal cohesion between Board members and the degree of Board knowledge; and
- enable Board members, individually and collectively to develop the key skills required to meet foreseeable circumstances with timely preparation agreed strategies and appropriate development goals.

#### **EVALUATION MECHANISM**

- The Nomination and Remuneration Committee of the Board laid down the evaluation criteria for performance of all its Directors including the Independent Directors. The performance evaluation of the Independent Directors has been done by the entire Board of Directors, except the Director concerned being evaluated.

The criteria for performance evaluation of the Directors, KMPs and Senior officials of the Company are as follows:

- Ability to contribute and monitor Company's Corporate Governance practices
- Ability to contribute by introducing best practices to address top- management issues.
- Active participation in long-term strategic planning.
- Attendance and participations in the Meetings and timely inputs on the minutes of the meetings.
- Adherence to ethical standards & code of conduct of Company and disclosure of non - independence, as and when it exists and disclosure of interest
- Raising of valid concerns to the Board and constructive contribution to resolution of issues at meetings.
- Interpersonal relations with other directors and management.
- Objective evaluation of Board's performance, rendering independent, unbiased opinion
- Understanding of the Company and the external environment in which it operates and contribution to strategic direction
- Safeguarding interest of whistle-blowers under vigil mechanism and Safeguard of confidential Information
- Ability to contribute and monitor Company's Corporate Governance practices
- Contribution to the enhancement of brand image of the Company.





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CIN No. L14949WB2012PLC181100

- II. The independent directors of the Company shall hold at least one meeting in a year to review and evaluate the performance of the non-independent directors, performance of chairperson of the company and board as a whole, after taking into account the views of executive directors and non-executive directors.
- III. The Independent Directors shall evaluation of the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- IV. Evaluation of performance shall be carried out at least once a year.
- V. The Company shall provide suitable technical or business related training to the Non-Executive Directors including Independent Directors. Any other need based training shall also be provided.

### REVIEW AND MONITORING

The Nomination and Remuneration Committee will review and monitor from time to time the implementation of this Policy to ensure its effectiveness and may also recommend changes, if any, to the Board for effectiveness of this Policy.

### DISCLOSURE

In accordance with the requirement under the Companies Act, 2013, Rules made thereunder and SME Listing Agreement, disclosures will be made in the Board Report 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. The Company shall disclose the evaluation criteria in its Annual Report.

