

## LEAD INDEPENDENT DIRECTOR

Mr. Vikram Singh Mehta, Independent Director and Chairman of Governance, Nomination and Remuneration Committee has been appointed as the Lead Independent Director with effect from 1<sup>st</sup> April, 2021.

As a Lead Independent Director, Mr. Mehta has been entrusted, inter alia, with the following roles and responsibilities:

- i. Provide leadership to the independent directors and liaise between the chairperson of the Board and independent directors without inhibiting direct communication between them
- ii. Ensure Board effectiveness to maintain high-quality governance of the Company and the effective functioning of the Board.
- iii. Convene the exclusive Meeting(s) of Independent Directors, set agenda, preside over the meetings of the independent directors and providing feedback to the chairperson/board of directors after such meetings;
- iv. Preside over meetings of the Board at which the Chairperson is not present;
- v. Identify the most critical issues for the Board to deal with and assist the Board in achieving consensus on important issues;
- vi. Communicate to the Chairman and management, as appropriate, any decisions reached, suggestions, views or concerns expressed by Independent Directors at their Meetings or outside of the Board meetings;
- vii. Play the role of a facilitator outside the Boardroom, especially, on contentious issues;
- viii. Provide candid feedback to MD or CEO, CFO post Meeting of Independent Directors;
- ix. Take the lead role, along with Chairman in assessing the performance evaluation of the Board and that of individual director.”