

BOARD EVALUATION POLICY

The Company conducts its operations under the directions of Board of Directors within the framework laid down by various statutes, more particularly by the Companies Act, 2013, the Articles of Association, SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015, Secretarial Standards and Code of Conduct and policies formulated by the Company for its internal execution. The Company's Board of Directors is dedicated to act in good faith, exercise their judgment on an informed basis, in the best interest of the company and its stakeholders. Accordingly, the present policy for performance evaluation is being put into place in accordance with the requirements of section 178 of the Companies Act, 2013 which provides for a policy to be formulated and recommended to the Board, setting the criteria, based on which the performance of each and every director including the performance of the Board as a whole shall be assessed by the Board of Directors of the Company. Such an evaluation procedure will provide a fine system of checks and balances on the performance of the directors and will ensure that they exercise their powers in a rationale manner.

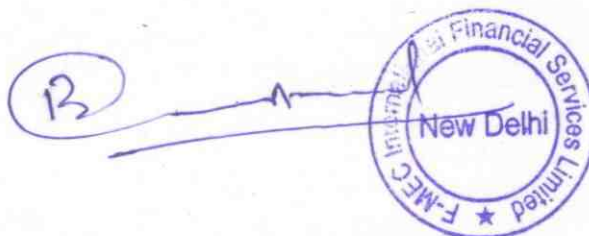
As one of the most important functions of the Board of Directors is to oversee the functioning of the Company, this Board Performance Evaluation process aims to ensure individual directors ("Directors") and the Board of Directors of the Company ("Board"), as a whole, work efficiently and effectively in achieving their functions. With an aim to maintain an energized, proactive and effective Board, the Board is committed to a continuing process of recommending and laying down the criteria to evaluate the performance of the members of the Board of the Company.

This policy aims at establishing a procedure for conducting a periodical evaluation of its own performance and of its committees and individual directors. The overall effectiveness of the Board shall be measured on the basis of the ratings obtained by each Director.

The evaluation process will be used constructively as a system to improve the directors' and committees' effectiveness, to maximize their strength and to tackle their shortcomings.

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

- I. Review the various strategies of the Company and accordingly set the performance objectives for directors, in consistency with varying nature and requirements of Company's business.
- II. 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.



In conformity with the requirement of the Act, the performance evaluation of the Board and its members shall be done in the following manner:

- a) Performance evaluation of Managing Director – shall be done by Independent Directors;
- b) Performance evaluation of Executive Directors – shall be done by Independent Directors;
- c) Performance evaluation of Non Executive Directors – shall be done by the entire Board of Directors except the director being evaluated;
- d) Performance evaluation of Independent Directors – shall be done by the entire Board of Directors except the director being evaluated;

Disclosure:

Company will disclose details of its Board Performance Evaluation processes in its Board's Report. The Board's report containing such statement shall indicate the manner in which formal evaluation has been made by the Board of its own performance and that of the committees of the Board and individual directors of the Company.

The Board has readopted the same in the meeting of its Board of Directors dated 10th February, 2017.

For and on behalf of

F Mec International Financial Services Limited




Bimal Aggarwal
Managing Director
DIN: 00361883

This policy is aimed at establishing a procedure for conducting a periodical evaluation of its own performance and of its committees and individual directors. The overall effectiveness of the Board shall be measured on the basis of the ratings obtained by each Director.

The evaluation process will be used constructively with a view to improve the effectiveness and efficiency of the Board, its committees, its members their strength and to enable them to discharge their responsibilities.

The Board of Directors shall undertake the following activities in its annual Report:

i. Review the business strategies of the Company and accordingly set the performance objectives for directors, in accordance with their nature and requirements of Company's business.

ii. The Board as a whole shall discuss and agree to its own performance during the year together with suggestions for improvement thereof, pursuant to the performance objectives.