

GHCL LIMITED
SUCCESSION PLAN
FOR
APPOINTMENT TO
THE BOARD AND SENIOR MANAGEMENT

[Regulation 17 (4) SEBI Listing Regulations, 2015]

1. Introduction:

According to Regulation 17(4) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Board of every listed company shall satisfy itself that plans are in place for orderly succession for appointments to the Board and to senior management. The term “**senior management**” would mean officers / personnel of the company who are members of its core management team **excluding** Board of Directors comprising:

- i. All members of management one level below the Chief Executive Officer / Managing Director / Whole time Director and shall include CEO of business or division who are not part of the Board and
- ii. Company Secretary and Chief Financial Officer.

2. Objective:

The objective of this policy is to make a plan for orderly succession for appointment to the Board and to the Senior Management.

3. Process:

- (a) **Board Level Appointment:** The Nomination and Remuneration Committee of the Company shall identify the suitable person from among the existing Sr. Management or from the outside to fill up the vacancy at the Board level. The appointment of the person at the Board level shall be in accordance with the applicable provisions of the Companies Act, 2013 read with SEBI Listing Regulations, 2015 as may be amended from time to time.



(b) **Sr. Management Level Appointment:** The vacancy at Senior Management i.e. at the level of Senior Vice President shall be filled up by the Managing Director in line with the internal policy adopted by the management, keeping in view the organisation's mission, vision, values, goals and objectives.

4. Amendments

Any subsequent amendment / modification in the listing Regulations and / or other applicable laws in this regard shall automatically apply to this Policy.

 