

ASIAN HOTELS (EAST) LIMITED

PERFORMANCE EVALUATION POLICY OF DIRECTORS

Preamble

Pursuant to the provisions of Section 178(2), Schedule IV and other applicable provisions of the Companies Act, 2013, if any read with Regulation 17, 25 & Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "Listing Regulations" and the Guidance Note on Board Evaluation issued by the SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004 dated 5th January, 2017 and based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors of Asian Hotels (East) Limited ('the Company') has revised the Performance Evaluation Policy at its meeting of the Company held on 25th May, 2017, setting out the criteria for the performance of directors including the performance of the Board, Committees and the Chairperson as a whole. Such an evaluation procedure will provide a fine system of checks and balances on the performance of the directors. The Board at its meeting held on 25th May, 2017 had amended and approved this policy.

Objective

As one of the most important functions of the Board of Directors is to oversee the functioning of Company's top management, this Performance Evaluation process aims to ensure individual directors ("Directors"), Board of Directors of the Company ("Board") and the Committees to the Board as a whole work efficiently and effectively in achieving their functions.

Evaluation Process and Criteria

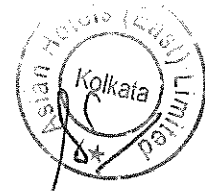
The Board of Directors shall pay regards to the parameters or criterias as annexed in Annexure I for the purpose of evaluating the performance of the Board of Directors, the Committee and Independent Directors. In respect of each of the evaluation factors, various aspects have been provided to assist with the evaluation process in respect of performance of Board itself, and of its committees and individual directors as, such evaluation factors may vary in accordance with their respective functions and duties.

The Board shall carry out a formal annual evaluation of its own performance, its Committees and individual directors. Further, the performance evaluation of Independent Directors shall be done by the entire Board of Directors excluding the director being evaluated. The Independent Directors shall evaluate the performance of the Chairman after taking into account views of the Executive Directors and Non-Executive Directors, Non-Independent Directors and the Board as a whole in its separate meeting. Further, the Nomination and Remuneration Committee shall carry out evaluation of every director's performance.

Based on the criteria stated in the form, Every Director and the Board has to be evaluated by giving ratings whichever is felt proper.

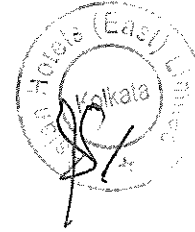
Disclosure

The Company will disclose details of its 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.



Review and Amendment

Based on the recommendation of the Nomination and Remuneration Committee of the Company, the Board may, subject to applicable Listing Regulations and Companies Act, 2013 & the Rules made thereunder review and amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy.



PERFORMANCE EVALUATION FORM OF DIRECTORS FOR FY _____

Name of Director :

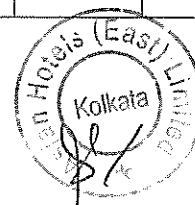
Category :

Following are the ratings for evaluation under the Performance Evaluation Policy:

Evaluation	Rating
Satisfactory	3
Average	2
Below Average	1

* Please tick at the appropriate column under the Rating Scale

Sl. No.	Particulars	Rating Scale*		
		1	2	3
A	Evaluation Criteria for Independent Directors (Excluding Myself)			
1.	Independent from the entity and no conflict of interest.			
2.	Attendance at the Meetings of the Board and its Committees			
3.	Inputs on the minutes of meetings			
4.	Adherence to the ethical standards and various codes of conduct of the Company			
5.	Timely disclosure of interest and conflict of interest			
6.	Participation at the Board Meetings			
7.	Knowledge of the Company's business and industry in which it operates			
8.	Contribution to formulating and implementing best corporate governance practices			
	Total A			
B	Evaluation Criteria for Chairman/Managing Director/Joint Managing Director/Non-Independent Director (Excluding Myself)			
1.	Attendance at the Meetings of the Board and its Committees			
2.	Inputs on the minutes of meetings			
3.	Adherence to the ethical standards and various codes of conduct of the Company			
4.	Timely disclosure of interest and conflict of interest			
5.	Visionary attributes			
6.	Leadership and team work attributes			
7.	Contribution towards growth of the Company			
8.	Compliances with policies, reporting of frauds, violations, etc. or any suspicion thereof			
9.	Safeguarding interest of whistle blowers			
10.	Regularly updates and refreshes skills, knowledge about external environment and familiarity with the Company			
11.	Knowledge of the Company's business and industry in which it operates			
12.	Devoted sufficient time and attention to professional obligations for informed and balanced decision making			
13.	The Chairman of the Board conduct meetings effectively			
14.	The Chairperson is impartial and committed to the Board			
	Total B			
C	Evaluation Criteria for Board as a whole (Excluding Myself)			
1.	Composition of the Board is appropriate with the right mix of			



	expertise, competencies and skills			
2.	The Board is aware of its role and has a clear understanding of goals			
3.	Are sufficient number of Board meetings held?			
4.	Does the Board receive regular financial updates or any substantial information in relation to the Company as and when required?			
5.	Are Board meetings conducted so that open discussions, meaningful participation and timely resolution of issues are encouraged?			
6.	Whether the minutes are approved and recorded properly in accordance with set procedures?			
7.	Whether the Board overall reviews and guides Corporate Strategy, major plans of action, risk policy, annual budgets, sets performance objectives, monitored implementation and corporate performance?			
8.	Whether the Board analyses the process of disclosure, communication and the Compliance Certificate regarding Compliance of conditions of Corporate Governance			
9.	Is there an effective internal control system for identifying and reporting risk, violation of policies and legal compliances?			
10.	Whether the decision making process of the Board is adequate to assess creation of stakeholder value.			
11.	Effectiveness in developing a corporate governance structure			
12.	Whether independence requirements are properly adhered to?			
13.	Do the Board Members follow the Code of Conduct ?			
	Total C			
	D Evaluation Criteria for various Committees of the Board			
1.	Has the Company necessary and adequate Committees for the effective functioning and are proper reports given to the Board?			
2.	Is composition of the Committees of the Board is appropriate with the right mix of expertise and skills?			
3.	Whether adequate independence of the Committee is ensured from the Board?			
4.	Whether the Committee's recommendations contribute effectively to decisions of the Board.			
	Total D			
	Total (A+B+C+D)			

Signature :

Name of Director:

Date:

Place:

