

K.P.R. AGROCHEM LIMITED

CIN:U24129AP2007PLC052216

Regd. Office:-Door No.8-256, Tata Nagar, Balabhadrapuram - 533 343 Andhra Pradesh.

**SUCCESSION PLAN FOR APPOINTMENT TO THE BOARD AND SENIOR
MANAGEMENT**

1. Preamble

- Succession Planning is an ongoing process that identifies necessary competencies, and then works to assess, develop, and retain a talent pool of employees, in order to ensure a continuity of leadership for all critical positions.
- It is a specific strategy, which spells out the particular steps to be followed to achieve the Company's mission, goals, and initiatives identified through *Manpower Planning*.
- It is a plan formulated to implement, and customize and meet the business needs of department(s) thereby contributing for the organisational manpower requirements.

2. APPLICABILITY OF THE POLICY

The Policy shall be applicable for succession planning of the following personnel:

- Managing Director & CEO and other Board of Directors;
- Senior Managerial Position:- i) General Manager (s) & above ii) Chief Financial Officer iii) Company Secretary
- Any other positions within the Company at the discretion of the Managing Director & CEO in consultation with the Board.

3. SUCCESSION PLAN FOR THE BOARD AND SENIOR MANAGEMENT

The Nomination and Remuneration Committee of the Bank shall review the leadership needs of the Company from time to time.

4. Process:

- (a) Board level appointment:** The Nomination and Remuneration Committee of the Board, shall apply a due diligence process to determine the suitability of every person who is being considered for being appointed or re-appointed as a Director of the Company based on his/her educational qualification, experience & track record, and every such person shall meet the 'fit and proper' criteria, as Companies Act and SEBI Regulations may stipulate from time to time and accordingly any appointment or re-appointment of a Director shall be subject to prior approval by Nomination and Remuneration Committee of the Company
- (b) Senior Management level appointment:** The vacancy at Senior Management 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.

The Nomination and Remuneration Committee shall periodically review and consider the list of senior managerial personnel due for retirement/attrition within the year. The

Committee shall also consider the new vacancies that may arise because of business needs/up-gradation of Department(s)/Regional Office(s). Considering the above, the Committee shall assess the availability of suitable candidates for the Company's future growth and development. Further, based on the recommendation of the Managing Director and Head – Human Resources, the Nomination and Remuneration Committee:-

- shall evaluate the incumbent after considering all relevant criteria like experience, age, health, leadership quality etc. and recommend to the Board whether the concerned individual (i) be granted an extension in term/service or (ii) be replaced with an identified internal or external candidates.
- shall identify the competency requirements of Board/key positions, assess potential candidates and develop required competency through planned development and learning initiatives. The Committee may utilize the services of professional search firms to assist in identifying and evaluating potential candidates.
- may recommend to the Board to appoint other suitable external candidate(s) as special recruitment in senior managerial level based on job roles and competency in order to provide a continuous flow of talented people to meet the organizational needs.

5. REVIEW OF THE POLICY

In case of any amendment (s), clarification (s), circular (s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions in this Policy and this Policy shall stand amended accordingly. The Board has the power to replace this Policy entirely with a new policy on recommendation by the Nomination and Remuneration Committee.