

# Shalimar Wires Industries Limited

CIN: L74140WB1996PLC081521

Registered Office: 25, Ganesh Chandra Avenue, Kolkata- 700 013

Tel: 91-33-22349308/09/10, Fax: 91-33-2211 6880

Email Id- [kejriwal@shalimarwires.com](mailto:kejriwal@shalimarwires.com)

Website: [www.shalimarwires.com](http://www.shalimarwires.com)

## CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF A DIRECTOR

With the objective of ensuring that the Board of Shalimar Wires Industries Limited is competent at all points of time to be able to take decisions commensurate with the size and scale of operations and complexities of its business operations, the Nomination and Remuneration Committee has laid down the following Criteria for determining qualifications, positive attributes and independence of a director in terms of the provisions of Section 178(3) of the Companies Act, 2013 (the Act) and Regulation 19 read with Part D of Schedule II to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations):

### 1. Qualifications:-

|   |                                                                                                                                                                                                                                                          |
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| • | Person shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, operations or other disciplines related to the company's business |
| • | The person must be a graduate or equivalent to be a member of the Board.                                                                                                                                                                                 |

### 2. Positive attributes:-

|   |                                                                                                                                                     |
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| • | Person shall uphold ethical standards and probity above all and have requisite experience and proficiency to direct and control business affairs;   |
| • | He/she shall have the ability to act objectively and constructively;                                                                                |
| • | Allocate sufficient time and attention to the Company's performances and assist the Company in implementing the best corporate governance practices |

### 3. Independence:- A person willing to be inducted in the Board of Company must accept to the following code of conduct to maintain independence in his/her judgements:

|   |                                                                                                                                           |
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| • | To ensure that personal interest do not conflict with interest of the Company;                                                            |
| • | To take utmost care & diligence in exercising the powers attached to the office in performance of duties;                                 |
| • | To act in accordance with the highest standards of personal and Professional integrity & maintain honesty and ethical conduct in the best |

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|   | interests of the Company;                                                                                                                                       |
| • | To ensure not to provide any information to the press and any other publicity media unless specifically authorised to do so;                                    |
| • | To remain independent in judgement and actions in respect of all decisions taken by the Board;                                                                  |
| • | To ensure that confidential information acquired in the course of work is disclosed only if permitted by the Company or in accordance with requirements of law. |

The Independent Directors shall abide by the provisions of 'Code for Independent Directors' as provided in Section 149(8) read with Schedule IV to the Companies Act, 2013. The Code for Independent Directors, inter alia, specifies the guidelines of professional conduct, role and function and duties of Independent Directors.

REVIEWED AND ADOPTED BY THE BOARD OF DIRECTORS AT THEIR MEETING HELD ON 22<sup>nd</sup> MAY, 2025.