

**POLICY ON SUCCESSION PLANNING  
FOR THE BOARD AND SENIOR MANAGEMENT  
OF  
LEAPFROG ENGINEERING SERVICES LIMITED**



**Policy Information:**

<b>Policy reference number</b>	<b>Policy Owner</b>	<b>Policy Approver</b>	<b>Creation date</b>
CS/BD/V0	Company Secretary	Board of Directors	7 <sup>th</sup> June, 2024



## 1. BACKGROUND

Succession planning is crucial to the survival and sustainable growth of any business and succession policy ensures effective performance through leadership and management continuity.

The Company appreciates the importance of succession planning to ensure continuity in its smooth functioning. Key positions in the Company, which are important for the Company's current and future growth are assigned to qualified and competent professionals. It is imperative to fill up vacancies in such positions well in time to ensure continuity in leadership and management of the Company.

In view of the above, the Company has formulated the following policy regarding succession planning for the Board and senior management of the Company.

## 2. Effective Date:

This Policy is effective from 7<sup>th</sup> day of June, 2024.

## 3. Objectives:

The objectives of the Policy, *inter alia*, are as under:

- a) To identify and nominate suitable candidates for the Board's approval to fill vacancies which may arise in the Board from time to time.
- b) To identify the competency requirements of critical and key positions, assess potential candidates and develop required competency through planned development and learning initiatives.
- c) To identify the key job incumbents in senior management positions and recommend whether the concerned individual be granted an extension in term/service or be replaced with an identified internal or external candidate or recruit other suitable candidate(s) and
- d) To ensure the systematic and long-term development of individuals in the senior management level to replace as and when the need arises due to deaths, disabilities, retirements, and other unexpected occurrence.

## 4. APPLICABILITY:

The Policy shall be applicable for succession planning of the Managing Director/Whole-Time Directors/Executive Directors, Non-Executive Directors and Independent Directors and Senior Management.

## 5. SUCCESSION PLAN FOR THE BOARD AND SENIOR MANAGEMENT

The Nomination and Remuneration Committee of the Board (the "NRC") shall review the leadership and management needs of the Company from time to time. The NRC shall assess the suitability of a person who is being considered for appointment as a Director of the Company, based on his/her educational qualification, experience, expertise and track record and shall recommend to the Board, the terms and conditions of his/her appointment, including remuneration.

The NRC may, at its discretion, recommend to the Board, appointment of suitable candidate(s) in senior



management level with a view to ensure a continuous availability of managerial talent at senior levels to meet the organizational needs.

The recommendations of the NRC shall be placed before the Board for approval. The senior management team shall always strive to develop in-house capabilities by enriching work exposure.

**6. REVIEW OF THE POLICY**

The Policy shall be reviewed periodically by the Board or such individuals or committees of individuals authorized to do so, by the Board and any change in the Policy shall be approved by the Board of the Company. However, all such amendments will be subject to applicable laws, rules and regulations, from time to time.

**7. Control Sheet:**

This section is the control sheet of all the changes that have been carried out in the Policy and shall list the changes done since inception.

<b>Change inversion no.</b>	<b>Page no.</b>	<b>Section no.</b>	<b>Erstwhil esection</b>	<b>New/Mo dified section</b>	<b>Reason forchange</b>

For Leapfrog Engineering Services Limited

  
Managing Director

