



ASCERTAINING

SKILLS / EXPERTISE / COMPETENCIES

OF

BOARD OF DIRECTORS

OF

HERITAGE FOODS LIMITED

FOR FY _____

Board Skills/Expertise/Competencies

Pursuant to the provision under Para C of Schedule V of the Corporate Governance Report, every listed entity shall give a list of core skills/ expertise/ competencies of the Board members, the names of the directors who actually possess such skills/ expertise/ competencies.

Para C of Schedule V of SEBI (LO&DR) Regulations, 2015 (w.e.f: 31st March, 2019)

“C. Corporate Governance Report: The following disclosures shall be made in the section on the corporate governance of the annual report.

(h) A chart or a matrix setting out the skills/expertise/competence of the board of directors specifying the following:

- (i) With effect from the financial year ending 31 March 2019, the list of core skills/expertise/competencies identified by the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the board; and*
- (ii) With effect from the financial year ending 31 March 2020, the names of directors who have such skills / expertise / competence.”*

The Board of Directors is in the process of ascertaining the Skills/Expertise/Competencies of its members as per the Regulation 34 of SEBI (LO&DR) Regulations, 2015 and you are requested to choose the appropriate Skills/Expertise/Competencies as attached in Annexure-1 and sign it and submit to the Company for further necessary action.

Annexure-1

Skills / Expertise / Competencies	Description	(✓)
Financial	Management of the finance function of an enterprise, resulting in proficiency in complex financial management, capital allocation, and financial reporting processes, or experience in actively supervising a financial officer, accounting officer, controller, auditor or person performing similar functions.	
Policy Development	Ability to identify key issues and opportunities for the Company within the Dairy industry and develop appropriate policies to define the parameters within which the organisation should operate.	
Leadership	Extended leadership experience for a significant enterprise, resulting in a practical understanding of organizations, processes, strategic planning, and risk management. Demonstrated strengths in developing talent, planning succession, and driving change and long-term growth. Oversee strategic human resource management including workforce planning, employee and industrial relations and oversee large scale organisational change.	
Information Technology	A significant background in technology, resulting in knowledge of how to anticipate technological trends, generate disruptive innovation, and extend or create new business models. Knowledge and experience in the strategic use and governance of information management and information technology within the organisation.	
Strategy planning, Mergers and Acquisitions	Ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of the Company's relevant policies and priorities. Leading growth through acquisitions and other business combinations, with the ability to assess 'build or buy' decisions, analyze the fit of a target with the Company's strategy and culture, accurately value transactions, and evaluate operational integration plan.	
Governance and Compliance	Service on a company board to develop insights about maintaining board and management accountability, protecting shareholder interests, and observing appropriate governance practices. Ability to identify key risks to the organisation in a wide range of areas including legal and regulatory compliance and monitor risk and compliance management frameworks and systems.	
Sales and Marketing	Experience in developing strategies to grow sales and market share, build brand awareness, equity and enhance enterprise reputation.	
International Business	Knowledge of and experience in companies with operations outside of India.	

Remarks:

.....

Date:
Place:

Sign:
Name:
DIN: