



NOMINATION AND REMUNERATION COMMITTEE

Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations read with Section 178 of the Act.

Composition

- The board of directors shall constitute a Risk Management Committee.
- The Risk Management Committee shall have minimum three members with majority of them being members of the board of directors, including at least one independent director and in case of a listed entity having outstanding SR equity shares, at least two thirds of the Risk Management Committee shall comprise independent directors.
- The Chairperson of the Risk management committee shall be a member of the board of directors and senior executives of the listed entity may be members of the committee.

Terms of Reference

The Committee shall act in accordance of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as per the 'term of reference' as specified hereunder:

- i. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- ii. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a) use the services of an external agencies, if required;
 - b) consider candidates from a wide range of backgrounds, having due regards to diversity ; and
 - c) consider the time commitments of the candidates.

Aditya Birla Lifestyle Brands Limited

Corporate Office:

Kh No. 118/110/1, Building 2, Divyashree
Technopolis, Yemalur Main Rd, off HAL
Airport Road, Bengaluru- 560037

Registered Office:

Piramal Agastya Corporate Park,
Building 'A', 4th and 5th Floor, Unit
No. 401, 403, 501, 502, L.B.S.
Road, Kurla, Mumbai - 400 070

Website: www.ablbl.in

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CIN: L46410MH2024PLC423195



- iii. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- iv. Devising a policy on diversity of board of directors;
- v. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- vi. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- vii. Recommend to the board, all remuneration, in whatever form, payable to senior management.

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