

**SUCCESSION PLANNING FRAMEWORK**  
**OF**  
**BASILIC FLY STUDIO LIMITED**

(Approved by the Nomination and Remuneration Committee and the Board of Directors in the meeting dated 9th March 2025)

**1. Objective:**

The objective of this Succession Planning Framework is to ensure leadership continuity, smooth transitions in key positions, and sustained business performance by identifying and developing future leaders for the Company.

**2. Scope:**

This framework applies to:

- Board of Directors (Executive & Non-Executive)
- Key Managerial Personnel (KMP)
- Senior Management Personnel

**3. Guiding Principles:**

- Ensure business continuity and organizational stability.
- Identify and develop high-potential individuals for leadership roles.
- Mitigate risks associated with unplanned departures.
- Ensure compliance with the Companies Act, 2013, SEBI (LODR) Regulations, and other applicable laws.
- Promote diversity, equity, and inclusion in leadership roles.

**4. Succession Planning Process:**

**Step 1: Identification of Critical Roles**

- Identify positions critical for business operations and long-term growth.
- Define key competencies, skills, and experience required for each role.

**Step 2: Assessment of Existing Talent Pool**

Conduct a periodic evaluation of current Directors, KMPs, and Senior Management based on:

- Leadership capabilities
- Performance reviews
- Behavioural competencies
- Technical expertise
- Future readiness

**Step 3: Talent Development & Training**

- Design Individual Development Plans (IDPs) for potential successors.
- Provide mentorship, leadership training, and cross-functional exposure.
- Encourage participation in strategic decision-making.

**Step 4: Emergency Succession Plan**

- Establish interim arrangements for leadership continuity in case of sudden departures due to unforeseen circumstances.
- Define immediate backup candidates for key leadership roles.

#### **Step 5: Long-Term Succession Strategy**

- Develop a structured leadership pipeline for future transitions.
- Promote internal talent development while also considering external hiring for critical gaps.

#### **Step 6: Board Review & Approval**

- The Nomination and Remuneration Committee (NRC) shall periodically review and update the succession plan.
- The Board of Directors shall approve key appointments and succession strategies.

### **5. Roles & Responsibilities:**

#### **A. Nomination and Remuneration Committee (NRC):**

- Identify and evaluate potential successors.
- Ensure proper leadership training and grooming.
- Recommend appointments and reappointments to the Board.

#### **B. Board of Directors:**

- Review and approve the succession plan.
- Ensure the development of an effective leadership pipeline.

#### **C. Human Resources (HR) Department:**

- Implement talent development programs.
- Ensure skill enhancement and capability building initiatives.

### **6. Review & Monitoring:**

- The NRC shall review the succession plan annually.
- The Board shall conduct periodic assessments to ensure preparedness.
- Necessary amendments shall be made as per business needs and regulatory changes.

### **7. Disclosure & Compliance:**

- The Company shall make necessary disclosures in the Board Report as per applicable laws.
- Compliance with SEBI (LODR) and Companies Act, 2013 shall be ensured.

**Effective Date: 9<sup>TH</sup> March 2025.**

**Approval Authority: Nomination and Remuneration Committee & Board of Directors**