

BRAND CONCEPTS LIMITED

Board Succession Planning Policy

1. Background and Significance

Pursuant to Regulation 17(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed companies are required to establish a succession plan to avoid disruption in company leadership. Brand Concepts Limited ("the Company") recognizes the importance of developing and maintaining a strong leadership pipeline to ensure business continuity and sustained organizational success.

This policy lays out a structured framework for succession planning, especially for key roles within the Board and senior management, to minimize the risks arising from unplanned vacancies.

2. Objectives

- To identify and nominate suitable candidates for Board approval to fill vacancies as they arise.
- To define competency requirements for key leadership roles and assess internal/external candidates accordingly.
- To ensure systematic leadership development and talent continuity for senior management positions.
- To provide mechanisms for dealing with unexpected departures due to resignation, retirement, health, or other emergencies.
- To enrich the leadership pipeline by identifying high-potential talent and providing growth opportunities.

3. Applicability

This policy applies to:

- Managing Director / Whole-time Director
- Non-Executive and Independent Directors
- Senior Management, which includes:
 - - All functional heads
 - - Company Secretary
 - - Chief Financial Officer
 - - All roles one level below the COO/MD

4. Succession Plan Framework

4.1 Board Level Positions

The Nomination and Remuneration Committee (NRC) shall periodically review the current composition and future needs of the Board. NRC will evaluate potential successors based on:

- Professional qualifications
- Experience and performance
- Integrity and ethical standards
- Leadership capabilities

Recommendations of the NRC will be placed before the Board for final approval.

4.2 Senior Management Positions

NRC will identify key positions critical to business performance and long-term strategy. Successors will be identified from within the organization whenever possible. Leadership development initiatives will be undertaken to prepare identified successors through mentoring, training, and job rotation. External candidates will be considered when internal options are unavailable or unfit.

4.3 Emergency Succession

In case of an unexpected departure, the NRC and Board will ensure interim arrangements are made swiftly. Emergency successors may be selected from internal high-potential talent pools or through external search.

5. Development Initiatives

To build a continuous talent pipeline:

- Critical roles will be mapped with required competencies.
- Individual Development Plans (IDPs) will be designed for high-potential employees.
- Training and leadership programs will be provided to bridge gaps.
- Regular performance reviews and potential assessments will guide succession nominations.

6. Review and Monitoring

The NRC shall review this Policy annually or as deemed necessary. Amendments shall be recommended to and approved by the Board. The Policy is subject to applicable provisions of the Companies Act, SEBI regulations, and any other relevant guidelines.

7. Disclosure

This Policy shall be:

- Uploaded on the Company's official website: www.brandconcepts.in
- Disclosed in the Annual Report and as mandated under SEBI Listing Regulations.