



## Policy on Board Diversity

### Introduction

As per the requirement under Regulation 19(4) read with Regulation A(3) of Part D of Schedule II of SEBI LODR, 2015 and clause 49 (IV) (B) (3) of the erstwhile Listing Agreement with the Stock Exchanges, the Nomination and Remuneration Committee is required to devise a Policy on the Board Diversity. The Board Diversity Policy sets out the approach to diversity on the Board of Directors of Hind Rectifiers Limited.

### Scope

This Policy applies to the Board. It does not apply to employees generally.

### Policy Statement

Board diversity is the breadth of prospective, not the mere of various diverse traits that will benefit the organization. The Company believes that diverse Board will enhance the quality of decision made by the Board by utilizing the different thoughts, perspective, skills, qualifications, experience, knowledge, region and industry experience, cultural and geographical background, age, ethnicity, race and gender etc. of the Board members necessary for achieving sustainable and balance development.

The Nomination and Remuneration Committee is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions.

While all appointments to the Board will continue to be made on merit, the Committee will consider the benefits of diversity in identifying and recommending persons for Board membership, as well as in evaluating the Board and its individual members.

Further, the Committee will ensure that no person is discriminated against on grounds of religion, caste, creed, disability, race, gender, ancestry, marital status, age, sexual orientation, culture, or any other personal or physical attribute which does not speak to such person's perform as a Board member.

Accordingly, the Committee shall assess the appropriate mix of diversity, skills, experience and expertises required on the Board and assess the extent to which the required skills are represented on the Board, make recommendations to the Board in relation to appointments mix of diversity, skills, experience and expertise on the Board, and periodically review and report to the Board requirements, if any, in relation to diversity on the Board.

The Board shall have an optimum combination of executive, non-executive and independent directors in accordance with requirements of the listing regulation, Companies Act 2013, Article of Association, any other regulatory and contractual obligations of the Company.

### Measurable Objectives

Nomination and Remuneration will discuss and agree all measurable objectives for achieving diversity on the Board and recommend them to the Board for adoption.

### Review of the Policy

The Committee will review this Policy as and when required and recommend appropriate revisions to the Board.