



SHARE INDIA SECURITIES LIMITED

POLICY FOR BOARD DIVERSITY

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Version: 2.0
Approved By: Board of Directors

PURPOSE

As per the requirements under the Regulation 19(4) read with Para A of Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the “Listing Regulations”) and such other regulatory provisions, as applicable, the Nomination and Remuneration Committee of the Company (the “NRC”) is required to devise a policy for having diversity on the board of directors (the “Board”) of Share India Securities Limited (“Share India” or “Company”).

The Board Diversity Policy (the “Policy”) sets out a framework to achieve adequate diversity on the Board of the Company.

SCOPE

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

POLICY STATEMENT

Share India recognizes and embraces the importance of a diverse Board in its success and believes that expanding the diversity at the Board level is crucial to sustaining competitive advantages. A truly diverse Board will leverage differences in thought, perspective, regional and industry experience, cultural and geographical background, age, ethnicity, race, gender, knowledge & skills including – expertise in financial, global business, leadership, technology, mergers & acquisition, board service, strategy sales and marketing, environment social & governance (“ESG”), risk and cyber security and other domains between the Directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately.

The Company strives to have a Board of Directors that is comprised of highly qualified and committed Directors with a broad range of experience, knowledge, abilities and backgrounds. The skills and backgrounds collectively represented on the Board shall reflect the diverse nature of the business environment in which the Company operates.

Company believes that a diverse Board will contribute to the achievement of its strategic and commercial objectives, including but not limited to:

- drive business results;
- make corporate governance more effective;
- enhance quality and responsible decision making capability;
- ensure sustainable development; and
- enhance the reputation of Share India.

The Company is dedicated to a merit-driven approach to Board composition within a culture of diversity and inclusion that encourages multiple points of view and is free from unconscious or conscious bias and discrimination.

ROLE OF THE NOMINATION AND REMUNERATION COMMITTEE

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

Accordingly, the Committee shall:

- assess the appropriate mix of diversity, skills, experience and expertise 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, and maintain an appropriate 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 Articles of Association of Share India, the Companies Act, 2013, Listing Agreement and the statutory, regulatory and contractual obligations of Share India.

AMENDMENT

In the event of any conflict between the provisions of this Policy and of the Act or Listing Regulations or any other statutory enactments or rules, such provisions or statutory enactments or rules shall prevail over this Policy. Further, in case of any subsequent amendment(s), clarification(s), circular(s), etc., issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc., shall prevail upon the provisions in this Policy and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.
