



# JHAJJAR POWER LIMITED

## BOARD DIVERSITY POLICY

<b>Version</b>	<b>Date of Approval</b>	<b>Approving Authority</b>	<b>Effective Date</b>
1	13 February 2023	Board of Directors	13 February 2023

## ➤ **INTRODUCTION**

The Board Diversity Policy (the “Policy”) of Jhajjar Power Limited (the “Company”) is formulated by the Nomination and Remuneration Committee of the Board of Directors (“NRC”) in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (“SEBI LODR”) to ensure that its Board of Directors is diverse and comprises an ideal combination of Executive and Non-Executive Directors (including Independent Directors).

## ➤ **PURPOSE**

A diverse Board, having different experiences, thoughts, perspectives, skills and knowledge, coming from various backgrounds, as also of different age, gender and industrial / regional backgrounds helps in harnessing unique and individual skills and experiences of the Directors in a way that collectively benefits the business and the Company as a whole. A diverse and an enlightened Board can effectively create a culture of leadership to provide long term vision, improve the quality of governance, ensure sustainable growth, enhance corporate reputation and invite the confidence of stakeholders. This Policy seeks to guide the NRC in identifying and recommending persons for Board membership, as well as in evaluating the Board and its individual members.

## ➤ **POLICY FRAMEWORK**

While evaluating the candidates for appointment to the Board, the NRC / Board shall be guided by the following principles:

- i. The diversity of skills required for both strategic and operational areas of business operations shall be considered and expertise in the fields of regulatory, legal, corporate governance, technical/operational management, general management, human capital management, strategic planning and general administration shall be identified.
- ii. Candidates that bring a diversity of background and opinion from amongst those candidates with the appropriate background and industry or related expertise and experience and having the ability to devote sufficient time to the affairs of the Company, should be considered for appointment to the Board.
- iii. The NRC shall ensure that no individual is discriminated on the basis of religion, race, gender, medical conditions, national origin or ancestry, marital status, age, sexual orientation, or any other personal or physical attribute, which is not indicative of an individual’s ability to duly perform and discharge his/her duties as a director.
- iv. The NRC shall also review the Board composition in terms of the size of the Board, the composition of executive and non-executive directors and the composition of independent directors, each of which shall be in accordance with the requirements of the Articles of Association of the Company, the Companies Act, 2013, SEBI LODR, the Listing Agreement and other statutory / regulatory requirements, as applicable from time to time. The NRC shall endeavour, to have at least one woman director on the Board as required under the applicable law, and increase the same over a period of time, in line with the increase in the gender diversity in the Company as a whole.

➤ **REVIEWS / AMENDMENTS TO THE POLICY**

The Board and / or the NRC shall review this policy periodically to ensure that it is aligned with the changes in the legal as well as the business environment.