SUNKIND INDIA LIMITED

POLICY ON BOARD DIVERSITY

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1. INTRODUCTION

1.1 This policy on Board Diversity has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors ("**Policy**").

1.2 This Policy is guided by the principles and objectives as enumerated by the Companies Act, 2013 and the rules made thereunder, each as amended ("**the Act**") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), to assure that the Board is fully diversified and comprises of an ideal combination of Executive and Non-Executive Directors, including Independent Directors, with diverse backgrounds.

2. OBJECTIVES

2.1 The Policy is framed to address the importance of a diverse Board in harnessing the unique and individual skills and experiences of various Members of the Board in such a way that it collectively benefits the business and the Company as whole. The basic essence of the Policy is to provide a framework for leveraging on the diverse knowledge and expertise of the Board which can offer its valuable guidance to the Management consistent with the Company's business perspective.

3. LAW AND APPLICABILITY

As per SEBI Listing Regulations, the Nomination and Remuneration Committee of the Company has to devise Policy on Board Diversity.

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

4. BOARD DIVERSITY:

4.1 The Board of Directors identifies the importance of a diverse Board. It recognizes that diversity on the Board of Directors will improve the Board effectiveness and decision – making by tapping into a broader range of perspectives which will assist the Board, inter alia, in fulfilling its duties like managing and mitigating environmental, social and corporate governance risks; ensuring sustainable development and balanced growth of the Company.

4.2 The composition of the Board shall be in compliance with the requirements of the Articles of Association of the Company, the Companies Act, 2013, Rules made thereunder and Listing Regulations, 2015 as amended from time to time. The Board of Directors of the Company shall have an optimum combination of Executive, Non-Executive Directors and Independent Directors including Woman Directors. In designing the Board's composition, Board diversity is considered from various aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, global business, leadership, technological skills and knowledge, networking, value addition and representation of stakeholders.

4.3 All Board appointments will be based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board may have the combination of Directors from the different areas / fields like production, Management, Quality Assurance, Finance, Sales and Marketing, Supply chain, Research and Development, Human Resources etc. or as may be considered appropriate.

5. AMENDMENT(S)

5.1 This Policy may be reviewed, amended or substituted by the Board on the recommendation of the NR Committee as and when required and where there are any statutory changes necessitating any change in the Policy. Any subsequent notifications, circulars, guidelines or amendments under the Act and the SEBI Listing Regulations as may be issued from time to time shall be mutatis mutandis applicable without any further modification or amendment in this Policy.

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Sunkind India Gurugram