



JAI BALAJI INDUSTRIES LIMITED

BOARD DIVERSITY POLICY

BACKGROUND

In accordance with the Regulation 18 read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations & disclosure Requirements) Regulations, 2015 effective from December 1, 2015, the Company has adopted a formal policy on Board diversity as recommended by the Nomination and Remuneration Committee of the Company at its meeting held on 8th January, 2016.

SCOPE

The policy applies to the Board. It does not apply to diversity in relation to employees of 'Jai Balaji'. The Company recognizes the benefits of having the diverse Board to enhance quality of its performance.

STATEMENT OF THE POLICY

The Company adheres to the fact that diversity at the Board level is an imperative element in maintaining a competitive advantage. A truly diverse board will include and make use of differences in skills, experiences, thought, perspective, gender, age, race ethnicity and geographic and cultural background.

The Nomination and Remuneration Committee is empowered with reviewing and assessing the composition of the Board and recommending the new directors on the Board based on their capability. It oversees conduct of the annual review of the Board effectiveness which contributes to the achievement of its strategic and commercial objectives including:

- Drive business results,
- Make corporate governance more effective
- Enhance quality and responsible decision making capability
- Ensure sustainable development
- Enhance the reputation of the Company

The composition of the Board of Directors of the Company is in compliance with the Articles of Association of the Company, the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and the statutory, regulatory and contractual obligations of the Company.

Further, the Committee ensures that all the appointments made are on merit and will continue to be with due regard for the benefits of diversity on the Board and no person shall

be discriminated on grounds of religions, race, gender, childbirth, pregnancy or other personal or physical attribute.

MEASURABLE OBJECTIVES

The Committee will gradually recommend the Board for all the measurable steps to be taken for board evaluation and improving diversity on the Board. The Board shall have an optimum combination of executive and non-executive directors on the Board including Independent Directors and Women Directors on the Board.

The effective implementation of this policy also requires that the shareholders are well versed with the members on the Board. Briefings of independent directors of the Company is available on the website of the Company viz. www.jaibalajigroup.com.

REVIEW

The Nomination and Remuneration Committee of the Company is authorized to review the policy periodically ensuring effective implementation of the policy and make further recommendations and amendments to the Board if required.