

SHIVA PHARMACHEM LIMITED

BOARD DIVERSITY POLICY

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[Pursuant to Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Sec. 134(5) (f) of the Companies Act, 2013]

The Board Diversity Policy (the “Policy”) aims to set out the approach to achieve diversity on the Board of Directors (the “Board”) of the Company. Building a Board of diverse and inclusive culture is integral to the success of **SHIVA PHARMACHEM LIMITED**. Ethnicity, age and gender diversity are areas of strategic focus to the composition of our Board. The Board considers that its diversity, including gender diversity, is a vital asset to the business.

The Board of Directors of the Company “**SHIVA PHARMACHEM LIMITED**” (hereinafter Referred as “**SPL**”) shall have an optimum combination of **Executive and Non-Executive Directors** with at least one **Woman Director and Independent Directors** the composition of the Board shall be in accordance with requirements of the Articles of Association of the Company (**SPL**); the Companies Act, 2013, LODR and the statutory, regulatory and contractual obligations of the Company.

1. SCOPE

“This policy applies only to the Board of the Company but does not apply to employees.”

2. VISION

The Company recognizes and embraces the benefits of having a diverse Board for achievement of its strategic goals and commercial objectives inclusive of better corporate governance, sustainable development and enhancement in the quality of decisions.

3. POLICY STATEMENT

The company recognizes and embraces the importance of a diverse board in its success. A diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, will ensure that **SPL** retains its competitive advantage.

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.

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

The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

4. MONITORING AND REPORTING

- a. The Nomination and Remuneration Committee and its policy are in compliance with Section 178 of the Companies Act, 2013 read along with applicable rules thereto and Listing Agreement under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b. The Nomination and Remuneration Committee will report to the Board on:
 - ✓ Initiatives undertaken by the Committee in relation to Board Diversity and to achieve the measurable objectives.
 - ✓ Progress in achieving the Measurable Objectives and to make recommendations to the Board on the same.
- c. The Nomination and Remuneration Committee will report annually, in the Corporate Governance Report, on the Board's composition under diversified perspectives, and monitor the implementation of the Policy.

5. REVIEW

The effective implementation of this Policy requires that shareholders are able to judge for themselves whether the Board as constituted is adequately diverse. To this end, the Company (SPL) shall continue to provide sufficient information to shareholders about the size, qualifications and characteristics of each Board member.

6. DISCLOSURE

A summary of the Policy together with the measurable objectives set for implementing this Policy, and the progress made towards achieving those objectives will be disclosed in the Corporate Governance Report annually.

The Committee will review this Policy periodically and recommend appropriate revisions to the Board.

Effective Date: 03/04/2023