



## **Board Diversity Policy of Mahaan Foods Limited**

### **1. Preface**

This Policy on Board Diversity (the “Policy”) for the Board of Directors (the “Board”) of Mahaan Foods Limited (the “Company”) has been formulated by the Nomination and Remuneration Committee (“NRC”) in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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. Purpose of the Policy**

The purpose of this Board Diversity Policy is to ensure an inclusive and diverse membership of the board of directors of Mahaan Foods Limited (the “Board”) resulting in optimal decision-making & assisting in the development and execution of a strategy which promotes success of Mahaan Foods Limited (“Mahaan”) for the collective benefit of its stakeholders.

Mahaan is committed to promote diversity & inclusion within the organization and in larger communities who we partner with. Our objective is to achieve gender parity across all levels starting from our Board.

### **3. Scope of the Policy**

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

### **4. Policy Statement**

Mahaan recognizes and embraces the importance of a diverse Board in its success. Mahaan believes that 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, strategy sales and marketing, environment social & governance (“ESG”), risk and cyber security and other domains, which will ensure that Mahaan retains its competitive advantage.

Mahaan believes that a diverse Board will contribute to the achievement of its strategic and commercial objectives, including to:

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

The Nomination and Remuneration Committee (**‘Committee’**) is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions.

*Amended and effective May 26, 2023*



## Mahaan Foods Limited

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

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 Mahaan Foods Limited, the Companies Act, 2013, Listing Regulations and the statutory, regulatory and contractual obligations of Mahaan.

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, Mahaan shall continue to provide sufficient information to shareholders about the size, qualifications and characteristics of each Board members, as may be prescribed.

### **5. Responsibility and Review**

The Committee will review this Policy periodically and recommend appropriate revisions to the Board, as may deem necessary.