

SPML INFRA LIMITED

Policy On Board Diversity

1. Purpose

This Policy on Board Diversity (the Policy) has been framed in accordance with the Clause 49 of Listing Agreement which sets out a framework to promote diversity on Company's Board of Directors (the 'Board').

2. Vision

The Company recognizes the importance and benefits of having the diverse Board to enhance quality of its performance.

3. Policy Statement

SPML recognizes and embraces the importance of a diverse Board. A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background and other distinctions between Directors. The diversity at Board enhances the quality of the decisions made by utilizing the different skills, qualification, professional experience, gender, knowledge etc. of the members of the Board, necessary for achieving sustainable and balanced development.

The Nominations & Remuneration Committee of the Board reviews and assesses Board composition on behalf of the Board and recommends the appointment of Directors on the basis of qualification and wide experience of the directors in the fields of banking, finance, regulatory, administration, legal, infrastructure development apart from compliance of legal and contractual requirements of the Company. The Board of directors of the Company shall have an optimum combination of executive and non-executive directors with at least one woman director and the composition of the Board shall be in accordance with requirements of the Articles of Association of the Company, the Companies Act 2013 and Listing Agreement.

4. Review of Policy

The Nomination & Remuneration Committee and the Board will review the policy from time to time to ensure effectiveness and also compliance with the requirements of Clause 49

5. Disclosure of the Policy

This policy will be posted on the Company's website. The necessary disclosure about the policy will also be made as per requirements of Listing Agreement and Companies Act 2013.
