



ANSAL HOUSING LIMITED
POLICY ON BOARD DIVERSITY
(Pursuant to SEBI (LODR) Regulations, 2015)

1. PREFACE OR INTRODUCTION:

This Policy on Board Diversity (the “Policy”) for the Board of Directors (the “Board”) of Ansal Housing Limited (the “Company”) has been adopted by the Board of Directors of the Company, based on the recommendations of the Nomination and Remuneration Committee (“NRC”) in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) 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

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 Regulation 19 (4) read with Part D of the Schedule II of the SEBI (LODR) Regulations, 2015, the NRC of the Company has to devise Policy on Board Diversity. The Policy applies to the composition of the Board only and does not apply to diversity in relation to the employees of the Company.

4. VISION

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

5. POLICY STATEMENT

The Company believes that a diverse Board will enhance the quality of the decisions made by the Board by utilizing the different skills, qualification, professional experience, gender, knowledge etc. of the members of the Board, necessary for achieving sustainable and balanced

development. For appointments of persons to office of directors and deciding composition of the Board, the Nomination & Remuneration Committee and the Board shall also have due regard to this policy on Board diversity. In this process the Nomination & Remuneration Committee /Board will take into consideration qualification and wide experience of the directors in the fields of real estate, architecture, banking, finance, regulatory, administration, legal segment apart from compliance of legal and contractual requirements of the Company.

A diverse Board shall contribute to the achievement of the Company's objectives including:

- Drive business results and strategic growth.
- Ensure sustainable development and corporate governance.
- Enhance quality and responsible decision making capability.
- Enhance the reputation of the Company.

In order to ensure a balanced composition of executive, non-executive and independent directors on the Board, the Company shall consider candidates from a wide variety of backgrounds, without discrimination, and based on the following factors:

i. Gender:

The Company shall not discriminate on the basis of gender in the matter of appointment of directors on the Board. The Company encourages the appointment of women at senior executive levels to achieve a balanced representation on the Board. As per the provisions of the Companies Act, 2013, the Company shall at all times have at least one woman director on the Board. Any vacancy of the woman director shall be filled within a period of six months.

ii. Ethnicity :

The Company shall promote having a boardroom comprising of people from all ethnic backgrounds so that the directors may efficiently contribute their thorough knowledge, sources and understanding for the benefit of Company's business;

iii. Educational qualification:

The Board should have a mix of members with different educational qualifications, knowledge and with adequate experience in finance, accounting, economics, legal and regulatory matters, corporate governance, the environment, operations of the company's businesses and other disciplines related to the company's businesses.

iv. Independence

The Independent Directors should satisfy the requirements of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the 'independence' criterion.

6. MONITORING AND REPORTING

A. The Nomination and Remuneration Committee is (among other things) responsible for:

- Formally assessing the appropriate mix of Diversity, skills, experience and expertise required on the Board and assessing the extent to which the required skills are represented on the Board
- making recommendations to the Board in relation to Board succession, including the succession of the Chairman, to maintain an appropriate mix of Diversity, skills, experience and expertise on the Board and
- reviewing and reporting to the Board in relation to Board Diversity.

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.

7. REVIEW OF POLICY

The Nomination & Remuneration Committee will review the policy from time to time and make recommendations on any required changes to Board for consideration and approval.

8. DISCLOSURE OF THE POLICY

This policy will be posted on the Company's website i.e www.ansals.com. The necessary disclosure about the policy will also be made as per requirements of SEBI Listing Regulations and Companies Act, 2013.