

# **POLICY ON BOARD DIVERSITY**

**(As amended by the Board of Directors at their meeting held on 29th May 2019)**



TABLE OF CONTENTS

Para No		Page No
	Document control .....	2
	Abbreviations Used .....	3
1.0	Purpose .....	4
2.0	Vision .....	4
3.0	Policy Statement .....	4
4.0	Review of Policy.....	4
5.0	Disclosure of the Policy.....	5



**DOCUMENT CONTROL**

<b>Document Information</b>	
<b>Company</b>	Sakthi Finance Limited (" <b>SFL</b> "), Coimbatore
<b>Document Title</b>	Policy on Board Diversity
<b>Classification</b>	Public

<b>Document Owner</b>	
<b>Name</b>	<b>Title</b>
Sri S Venkatesh	Company Secretary and Compliance Officer

<b>Document History</b>			
<b>Sl No</b>	<b>Date</b>	<b>Nature of Document</b>	<b>Remarks</b>
1	31st March 2015	Base Document	Related Party Transaction Policy was initially adopted by the Board of Directors of the Company.
2	29th May 2019	Amendment	Amendments were made in line with the Companies Act 2013 and SEBI (LODR) Regulations 2015.



**ABBREVIATIONS USED**

NRC Committee	Nomination Remuneration and Compensation Committee
SEBI LODR	SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015
SFL	Sakthi Finance Limited
the Act	The Companies Act 2013



**1.0 PURPOSE**

- 1.1. In accordance with **Regulation 19 read with Clause A(3) of Part D of Schedule II to SEBI (LODR) Regulations 2015 (Listing Regulations)**, as amended, the Company has framed a formal policy on Board diversity which sets out a framework to promote diversity on Company's Board of directors (the 'Board').

**2.0 VISION**

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

**3.0 POLICY STATEMENT**

- 3.1. 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.
- 3.2. For appointment of persons to the office of directors and deciding composition of the Board, the Nomination Remuneration and Compensation Committee (NRC Committee) and the Board shall also have due regard to this policy on Board diversity. In this process the NRC Committee / Board will take into consideration qualification and wide experience of the directors in the fields of banking, finance, regulatory, administration, legal, commercial vehicle segment, Information Systems, HR apart from compliance of legal and contractual requirements of the Company.
- 3.3. The total number of directors constituting the Board shall be in accordance with the Articles of Association 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, Listing Agreement and the statutory, regulatory and contractual obligations of the Company.

**4.0 REVIEW OF POLICY**

- 4.1. The NRC Committee will review the policy from time to time and make recommendations on any required changes to Board for consideration and approval.



**5.0 DISCLOSURE OF THE POLICY**

5.1. 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.

Date: 29th May 2019

Place: Coimbatore

**(As amended by the Board of Directors at their meeting held on 29th May 2019)**

