



HATHWAY BHAWANI CABLETEL & DATACOM LIMITED

POLICY ON BOARD DIVERSITY

1. Introduction:

- 1.1 Hathway Bhawani Cabletel & Datacom Limited ("HBCDL") recognizes the benefits of having a diverse Board and considers it as an essential element in maintaining a competitive advantage.
- 1.2 Both analytical and subjective analysis provides guidance with regard to the appropriate number and mix of individuals and their roles and responsibilities to the Board.
- 1.3 A truly diverse Board will make optimum use of the wide gamut of skills and background which will benefit the Company.

2. Scope and Purpose:

- 2.1. This Policy applies only to the Board.
- 2.2. The Board Diversity Policy sets out the approach to diversity on the Board of Directors of the Company.

3. Policy:

- 3.1 The following attributes would be considered and reviewed on an on-going basis while assessing the Board Diversity:
 - (a) Number of Board Members
 - (b) Average age
 - (c) Retired / Active
 - (d) Gender Diversity
 - (e) Domain Expertise, Knowledge, Experience
 - (f) Geographical Experience
 - (g) Board Term
 - (h) Number of Independent Directors
 - (i) Board Leadership Structure
- 3.2 The Nomination and Remuneration Committee ("NRC") shall review and assess the Board composition on behalf of the Board and recommend to the Board the appointment of new directors.
- 3.3 The NRC while reviewing the Board composition, shall consider the candidates on merit keeping the various aspects of diversity set out above as guiding factor.

(This Policy was approved by the Board of Directors of the Company on January 11, 2022.)