

EMA PARTNERS INDIA LIMITED

(formerly known as EMA Partners India Private Limited)

POLICY ON DIVERSITY OF BOARD

Approved on: 21.08.2024

Reviewed on: 16.02.2026

*Policy on diversity of Board
Version 01*

I. INTRODUCTION:

As prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“Listing Regulations”), one of the key functions of the Board of a listed company is to ensure existence of a transparent Board nomination process with a focus on diversity of thoughts, varied experience, industry knowledge, broader perspective, integrity and gender representation.

A diversified Board not only enhances Board effectiveness by ensuring rational, pragmatic and quick decision making but also better understands and connects with the stakeholders to attain the Company’s stated goals and strategic objectives.

This Policy on Board Diversity (“Policy”) for the Board of Directors (“Board”) of EMA Partners India Limited (“Company”) (formerly known as EMA Partners India Private Limited) has been formulated by the Nomination and Remuneration Committee (“NRC”).

II. POLICY PURPOSE:

1. The Company recognises and embraces the benefits of having a diverse Board that possesses a balance of skills, experience, expertise and diversity of perspectives appropriate to the requirements of the businesses of the Company. The Company sees diversity at Board level as an essential element in maintaining a competitive advantage. A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, educational background, age, gender and other distinctions between directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately.
2. The Company maintains that the Board appointments should be based on merit that compliments and expands the skills, experience and expertise of the Board as a whole taking into account knowledge, professional experience, qualifications, gender, age, cultural and educational background, and any other factors that the Board might consider relevant and applicable from time-to-time for it to function effectively.
3. In the process of attaining a diverse Board the Company shall endeavour to ensure an appropriate balance of executive and non-executive directors, taking into account the size, nature, and complexity of its business. The Board shall be constituted in accordance with the provisions of the Companies Act, 2013 (“Act”) and the Listing Regulations as applicable to SME listed entity. The appointment of Independent Directors and Woman directors shall be considered as and when required under applicable law or as deemed appropriate by the Board to strengthen corporate governance practices.
4. The Company shall not appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.

*Policy on diversity of Board
Version 01*

III. FUNCTIONAL DIVERSITY:

1. Appointment of the directors to the Board of the Company should be based on the specific needs and business of the Company. Appointments should be made based on the qualification, knowledge, experience and skill of the proposed appointee which is relevant to the business of the Company.
2. Knowledge of and experience in domain areas such as Information technology, Banking and Finance, Corporate, Investment Banking, Legal, Risk, Management, etc., should be duly considered while making appointments to the Board level.
3. While appointing Independent Directors, care should be taken as to the independence of the proposed appointee.
4. Directorship in other companies may also be taken into account while determining the candidature of a person.

IV. LAWS AND APPLICABILITY:

In terms of Section 178 of Act, the NRC of the Board is, inter alia, required to formulate a Policy on Board Diversity and lay down the criteria for determining qualifications, positive attributes, and independence of a Director.

The Policy applies to the composition of the Board only and does not apply to diversity in relation to the employees of the Company.

V. DEFINITIONS:

“Act” means the Companies Act, 2013 as amended from time to time and the related Rules.

“Board” means the Board of Directors of EMA Partners India Limited (formerly known as EMA Partners India Private Limited).

“Committee” means the duly constituted Nomination & Remuneration Committee of EMA Partners India Limited (formerly known as EMA Partners India Private Limited).

VI. ROLE OF NOMINATION AND REMUNERATION COMMITTEE (“NRC”):

1. The NRC shall be responsible for:
 - i. reviewing and assessing the Board composition on behalf of the Board and shall recommend to the Board, the appointment of new directors based on their qualifications, positive attributes and independence;
 - ii. 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;
 - iii. Evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required in case of appointment of an independent

*Policy on diversity of Board
Version 01*

director.

- iv. To extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
 - v. making recommendations to the Board in relation to Board succession, including the succession of the Chairperson, to maintain an appropriate mix of Diversity, skills, experience and expertise on the Board;
 - vi. reviewing and reporting to the Board in relation to Board Diversity; and
 - vii. make recommendations to the Board regarding the Measurable Objectives.
2. In reviewing the Board composition, NRC will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively.
3. Whilst selecting potential candidates the Committee shall be responsible for:
- i. Reviewing and assessing the composition and performance of the Board.
 - ii. Identify appropriate qualified personnel to occupy Board position.
 - iii. Suggest appropriate expertise and diversity required based on future projected activities of the Company.
 - iv. Managing the process of recruiting new members to the Board, defining requisite skills and expertise and making recommendations to the Board.
 - v. Ensuring that selection process is formal and thorough and non-discriminatory.
 - vi. Review and report any changes in relation to the diversity of the Board.
 - vii. Reevaluation of the Board's composition and take decisions as per the succession plans in case of a director's retirement from office.

VII. REVIEW OF THE POLICY:

1. The NRC will review the policy annually, which will include an assessment of the effectiveness of the policy.
2. The NRC will discuss any revisions that may be required and recommend any such revisions to the Board for approval.

VIII. INTERPRETATION:

Any words used in this policy but not defined herein shall have the same meaning ascribed to it in the Articles of Association of the Company and /or the Act or Rules made thereunder.

In case of any dispute or difference upon the meaning/interpretation of any word or provision in this Policy, the same shall be referred to NRC and the decision of the NRC in such a case shall be final.

*Policy on diversity of Board
Version 01*

IX. AMENDMENTS:

This policy adopted by the Board at their meeting held on August 21, 2024 and reviewed on February 16, 2026. The Board may, subject to applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy. The Board may also establish further rules and procedures, from time to time, to give effect to this Policy. Any change in regulatory provisions, rules, and regulations from time to time, the amended provisions shall prevail upon the corresponding provision of this policy from the effective date of such changes in the provisions. Any subsequent amendment / modification to the applicable law shall automatically apply to this Policy.

X. DISCLOSURE OF THE POLICY:

The Company shall disclose this Policy on its website i.e. www.emapartners.in. The necessary disclosure, if any, about the policy will also be made as per the requirements of Listing Regulations and other applicable laws.

*Policy on diversity of Board
Version 01*