

UNITED VAN DER HORST LIMITED
BOARD DIVERSITY POLICY

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Introduction:

The Board Diversity Policy (**‘the Policy’**) sets out the approach to diversity on the Board of Directors of the United Van Der Horst Limited (hereinafter referred to as **“the Company”**).

The Company recognizes and embraces the benefits of having a diverse Board and sees increasing diversity at the 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, background, race, gender, and other distinctions between Directors.

The Board shall have an optimum combination of executive, non-executive, and independent directors in accordance with the requirements of the Articles of Association of the Company, the Companies Act 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) and the statutory regulatory and contractual obligations of the Company.

Objective and Purpose: -

The purpose for achieving diversity on the Board of the Company is to

- a. Enhance the quality of performance of the Board;
- b. Bring a large spectrum of viewpoints for decision making;
- c. Understand and adopt leading practices from various industries;
- d. Bring in subject matter expertise on various businesses and functions that have an impact on the Company;
- e. Usher in unbiased independence in the performance of the Board;
- f. Promote views keeping gender sensitivity in mind;
- g. Achieve sustainable and balanced performance and development in the Company;
- h. Support the attainment of strategic objectives of the Company; and
- i. Support compliance with applicable law/s and adopt leading corporate governance practices.

Terms and Definitions:

As used in this Code:

- 1) **“Board”** means the Board of Directors of the Company.
- 2) **“Company”** means **United Van Der Horst Ltd.**
- 3) **“Committee”** means the Nomination and Remuneration Committee of the Board.
- 4) **“Director”** shall have the meaning assigned to it under the Companies Act, 2013.
- 5) **“SEBI Listing Regulations”** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Words and expressions used but not defined in this code shall have the same meaning assigned to them in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or the Companies Act, 2013 and the rules made thereunder, as the case may be or in any amendment thereto.

Scope:

The Board Diversity Policy of the Company applies to the Board of the Company. It does not apply to diversity in relation to employees of the Company.

Policy Statement:

The Company believes that a truly diverse Board will leverage differences in thought, perspective, regional and industry experience, cultural and geographical background, age, ethnicity, race, gender, knowledge & skills including – expertise in financial, global business, leadership, technology, mergers & acquisition, Board service, strategy sales and marketing, environment social & governance (“ESG”), risk and cyber security and other domains, which will ensure that the Company retains its competitive advantage.

The Company believes that a diverse Board will contribute to the achievement of its strategic and commercial objectives, including to:

- drive business results;
- make corporate governance more effective;
- enhance quality and responsible decision-making capability;
- ensure sustainable development; and
- enhance the reputation of the Company.

The Committee of the Company is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions

The Committee shall consider from a range of diversity perspectives, including but not limited to, the following qualities/parameters of the person:

- a. Educational background;
- b. Professional experience;
- c. Skills and knowledge of the Industry;
- d. Expertise and perspective;
- e. Independence, in the case of an Independent Director;
- f. Gender;
- g. Age;
- h. Residency; and
- i. Any other relevant parameter

The Committee shall:

- a. recommend to the Board the appointment of the person as a Director keeping in view this Policy;
- b. recommend to the Board and ensure transparency in relation to appointments, and maintain an appropriate mix of diversity, skills, experience, and expertise on the Board;

- c. ensure that no person is discriminated against on the grounds of religion, race, gender, pregnancy, childbirth or related medical conditions, national origin, ancestry, marital status, age, sexual orientation, or any other personal or physical attribute that does not speak to such a person's ability to perform as a board member;
- d. review the Policy, from time to time, to ensure its effectiveness.

The effective implementation of this Policy requires that shareholders are able to judge for themselves whether the Board as constituted is adequately diverse. To this end, the Company shall continue to provide sufficient information to shareholders about the size, qualifications and characteristics of each Board member.

Review and Revisions:

The Policy shall be reviewed as and when required to ensure that it meets the objectives of the relevant legislation and remains effective.

Any changes or modifications to the Policy as recommended by the Committee would be placed before the Board for their approval.

In any circumstance, where the terms of this Policy differ from any law, rule, regulation, etc. for the time being in force, the law, rule, regulation, etc. shall take precedence over this Policy.
