

ADVIK CAPITAL LIMITED

CIN: L65100DL1985PLC022505

BOARD DIVERSITY POLICY

INTRODUCTION

The Board of Directors (“Board”) of Advik Capital Limited (“Company”) has formulated a Policy on Diversity (“Policy”) which is applicable to all the personnel of the Company. The Policy sets out the approach to have a diversity at the workplace in terms of thought, experience, knowledge, perspective and gender which shall be in alignment with the applicable laws, rules and regulations applicable to the Company.

REGULATORY FRAMEWORK AND APPLICABILITY

Regulation 19(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with Part D of Schedule II mandates responsibility on Nomination and Remuneration Committee (“Committee”) of every listed company to devise a “Policy of Diversity” on Board of Directors (“Board”) and ensuring a transparent nomination process to the Board with the diversity of thought, experience, knowledge, perspective and gender in the Board. In addition, the Policy shall also be applicable to all the Senior Management positions and all permanent and prospective employees (“employees”) of the Company so as to ensure that none of the personnel is unlawfully discriminated against, directly or indirectly, as a result of their colour, creed, race, nationality, ethnic or national origin, connections with a national minority, marital or civil partnership status, pregnancy, age, disability, religion, or similar philosophical belief, sexual orientation, gender or gender reassignment or trade union membership etc. and is not exposed to any harassment in any form.

I. POLICY STATEMENT

This policy is largely framed to address the importance of a diverse Board in harnessing the unique and individual skills and experiences of the members in a way that collectively benefits the organization and business as a whole. The basic essence of the Policy is to provide a framework for leveraging on the differences within the expertise of the Board, offering a broad range of perspectives that are directly relevant to the business.

II. SCOPE AND OBJECTIVE

The Company is committed to deal with all stakeholders with full transparency and fairness, ensuring adherence to all laws and regulations and achieving highest standards of corporate governance.

Embracing the requirement of statute in true letter and spirit, this Policy summarizes the employment rules and procedures applicable to all personnel at the Company. The Company aims to promote and supports a diverse workforce at all levels of the Company. We believe that Diversity and Inclusivity at workplace is an instrument for growth and we value and celebrate the uniqueness of every individual by fostering an environment of inclusion and empowerment. The basic objective of this Policy is to provide a diverse workforce and inclusive workplace at all levels of the Company which in turn leads to achievement of following objectives:

- a) Availability of appropriate expertise and diversity based on future projected activities of the Company.
- b) Managing the process of recruiting new member to the Board and employees, defining requisite skills and expertise and make recommendations to the Board.
- c) Ensuring that selection process is formal and thorough and non-discriminatory.
- d) Creating a safe and secure work environment that is free from any discrimination which includes but is not limited to our policy of zero tolerance to sexual harassment.
- e) Having a robust framework to attract, engage and retain talent of all ages, genders, nationalities and abilities.

III. COMPLIANCE OFFICER

The Company shall, from time to time, designate an employee of sufficient seniority, competence and independence as the Compliance Officer to ensure compliance with the provisions of this Policy) and the same shall be notified to the Designated Persons. The Company Secretary of the company has been designated as the Compliance Officer. All reports, complaints, doubts or concerns in relation to matters covered by this Policy should be raised by the relevant Designated Persons to the Compliance Officer.

IV. DEFINITIONS

For the purpose of the Policy the following terms shall have the meanings assigned to them hereunder:

“Act” means the Companies Act,2013

“Applicable laws” means Companies Laws, Listing Regulations and other laws and statutes applicable to the Company.

“Board” means board of directors of the Company as constituted from time to time.

“Committee” means The Nomination and Remuneration Committee of the Board

“Company” means Advik Capital Limited

“Directors” means a members of the Board

“Policy” means this policy on Board Diversity formulated by the Company.

“SEBI Listing Regulations” means SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended

“Year” means financial year.

Any Words and expressions used and not defined in this Policy but defined in the, SEBI Listing Regulations, the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation as the context may so require.

V. BOARD DIVERSITY

The Committee shall ensure that the Board shall have an optimum combination of executive, non-executive and independent directors in accordance with requirements of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other statutory, regulatory and contractual obligations of the Company. The Committee shall in order to ensure Diversity of Board be responsible for:

- a. Enhance the quality of decisions making and ensure better business performance.
- b. Encourage diversity of perspectives thereby fuel creativity and innovation.
- c. Complement and expand the skills, knowledge and experience of the Board as a whole.
- d. Provide better Corporate Governance.

- e. Assessing the appropriate mix of diversity, skills, qualification, professional experience, etc. and access the extent to which the required skills are represented on the board.
- f. Making recommendation to the Board in relation to the appointments and maintain an appropriate mix of diversity, skills, experience and expertise on the board.
- g. Taking into consideration any other parameter which it considers appropriate to achieve objective enshrined in this Policy.

VI. NOMINATION AND APPOINTMENT

The Nomination and Remuneration Committee ('Committee') of the Board shall be responsible for:

- a. Reviewing and assessing the composition and performance of the Board.
- b. Identify appropriate qualified personnel to occupy Board position.
- c. Suggest appropriate expertise and diversity required based on future projected activities of the Company.
- d. Managing the process of recruiting new member to the Board, defining requisite skills and expertise and make recommendations to the Board.
- e. Ensuring that selection process is formal and thorough and non-discriminatory.
- f. Review and report any changes in relation to the diversity of the Board.

The Committee shall also review the Board composition in terms of the size of the Board, the composition of executive and non-executive directors and the composition of independent directors, each of which shall be in accordance with the requirements of the Articles of Association of the Company, the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other statutory/regulatory requirements.

VII. MONITORING, TRACKING AND REVIEWING

The Committee shall support laying down a succession plan and drive the understanding of talent across the organization and support development programme for the Board. As part of the exercise, it will also review and suggest training for directors. Amongst the key requirements is to also plan for the evolution of non-executive directors over the medium term to maintain appropriate mix of skills, age and gender diversity on the Board.

The Committee will conduct an annual review of the policy (including a review of the effectiveness of the Policy), discuss any changes with the Board and ensure that the revisions to the Policy are approved by the Board.

The necessary disclosures about the policy and other details should be made as per the requirements of the SEBI listing Regulations and Companies Act, 2013. The policy shall be made available on the website of the Company.

VIII. MISCELLANEOUS

1. 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 Companies Act, 2013 or Rules made thereunder.
2. In case of any doubt, ambiguity, dispute or difference arise out of the meaning/interpretation of any word or provision in this Policy, the same shall be referred to the Committee, if formed, otherwise board and the decision of such Committee/ Board in such case shall be final.
3. The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy and further the objective of good corporate governance.
4. This Policy shall come into force on the date it is approved by the Board of the company, i.e with effect from January 17, 2022.

IX. POLICY REVIEW AND AMENDMENTS

1. Company's Board will monitor the effectiveness and review the implementation of this Policy, considering its suitability, adequacy and effectiveness.
2. Company reserves the right to vary and/or amend the terms of this Policy from time to time.

X. DISCLOSURES

The policy shall be disclosed on the website i.e www.advikgroup.com and such other places as may be required by the Act and rules framed thereunder, Equity Listing Agreement entered into with the stock exchanges (including any statutory modification(s) or reenactment thereof) and such other laws for the time being force.

XI. DISCLAIMER

1. The Policy only represents a general guidance regarding Board Diversity policy. The statement of the Policy does not in any way restrict the right of the Board/Committee to use its discretion in the recommendation.
2. Given the aforementioned uncertainties, prospective or present investors are cautioned not to place undue reliance on any of the forward-looking statements in the Policy.

Annexure

Document Control Section

Document Name	
Abstract	
Security Classification	
Location	

Authorization

Document Author	Document Owner	Reviewed By	Approved By

Review and Amendment Log

Version	Modification Date	Section	Amendment/ Modification/Deletion	Brief Description of Change / Review