

# Indo Thai Securities Ltd.

## Policy on Board Diversity



## POLICY ON BOARD DIVERSITY

### 1. PURPOSE:

In accordance with the Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including amendments thereof, the Board of Directors of Indo Thai Securities Limited ("the Company") decided to consider and formulate a policy on diversity of the composition of the Board by the name of **Board Diversity Policy** ('the Policy'). The Policy sets out the approach to have diversity on the Boards of Directors ("Board") of the Company in terms of thought, experience, knowledge, perspective and gender in the Board.

The Diversity in the Board is increasingly recognized by the government, stock exchanges, companies, shareholders and other stakeholders as an essential component of good corporate governance that ultimately leads to better business success and sustainability.

### 2. VISION:

The Company recognizes and squeezes the benefits of having a diverse Board to enhance the quality of its performance.

### 3. SCOPE:

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

### 4. POLICY STATEMENT:

The Company recognizes and embraces the benefits of having a diverse Board of Directors and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage in the complex business that it operates. It is recognized that a Board composed of appropriately qualified people with broad range of experience relevant to the business of the Company is important to achieve effective corporate governance and sustained commercial success of the Company. 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 amongst Directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. At a minimum, the Board of the Company shall consist of at least one woman Director. All Board appointments are made on merit, in the context of the skills, experience, independence, knowledge and integrity which the Board as a whole requires to be effective.

## 5. MONITORING AND REPORTING:

The Nomination and Remuneration Committee will report annually, in the corporate governance section of the Indo Thai Securities Limited Annual Report, on the process it has used in relation to Board appointments. Such report will include a summary of this Policy, the measurable objectives set for implementing the Policy and progress made towards achieving those objectives.

## 6. REVIEW OF THE POLICY:

The Board and the Nomination and Remuneration Committee will review this Policy on regular basis or from time to time, to ensure the effectiveness of the Policy and the Board and Committee will discuss any revision that may be required for the Compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015


## 7. DISCLOSURE OF THE POLICY:


This policy will be posted on the Company's website at [www.indothai.co.in](http://www.indothai.co.in). The necessary disclosure about the policy will also be made as per requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including amendments thereof and Companies Act 2013 including rules and amendments thereof.

**Note:** The above Policy was approved and adopted in the meeting of the Board of Directors held on 10<sup>th</sup> November, 2014. The policy was reviewed and modified by Nomination and Remuneration Committee in their meeting held on 05.05.2017 and the same was taken on note by Board of Directors.

**//The End //**

Page 2

  
Ph: 0731 - 4255800  
Fax: 0731- 4255845

  
Capital Tower, 2nd Floor,  
Plot Nos. 169A-171,  
PU-4, Scheme No. - 54,  
Indore, Madhya Pradesh 452 010

  
compliance@indothai.co.in  
www.indothai.co.in