

**NITYAS GEMS AND JEWELLERY
LIMITED**
**(Formerly known as Nityas Gems and
Jewellery Private Limited)**
CIN NO: U36996GJ2022PLC131404

BOARD DIVERSITY POLICY

Regd. Office: Sector-1, 6th & 7th Floor, Ratih House, SY-376, TPS-4, Pl-7, Paiki Part-B, Parshottam Farm
Compound, Opp. Podar Arcade, Varachha Road, A. K. Road, Surat, Surat City, Gujarat, India, 395008
E-mail: nityasjewels@gmail.com, **Ph:** 9727176754

1. INTRODUCTION

In pursuance to the 19(4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (hereinafter referred to as the "SEBI Listing Regulations"), it is required that the board of directors of every listed company shall formulate the Policy on Diversity of the Board of Directors ("Policy"). This policy on diversity of board of directors (the "Board") of Nityas Gems And Jewellery Limited (the "Company") is being framed and implemented.

The Policy sets out the approach to ensure diversity on the Board of the Company in terms of thought, experience, knowledge, skills, perspective and gender in the Board, based on the applicable laws, rules and regulations applicable to the Company.

2. PURPOSE

The Policy is structured to address the importance of a diverse Board in utilising the unique and individual abilities and experiences of various Board Members in such a way that the company and the Company as a whole benefit. A Board composed of appropriately qualified and skilled people, with a broad range of experience relevant to the business, is important for effective corporate governance and sustained commercial success of the Company.

3. SCOPE

This Policy should be read along with the Nomination and Remuneration Policy of the Company. This Policy applies to the Board and it does not apply to employees of the Company. The Board shall have, all times, an optimum combination of executive, non-executive directors including independent and woman director(s) with diverse backgrounds in accordance with the articles of association of the Company, Companies Act, 2013, as amended and the rules notified thereunder (the "Companies Act"), the SEBI Listing Regulations and other statutory / regulatory requirements.

4. POLICY STATEMENT

The Nomination and Remuneration Committee 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 company recognizes and embraces the importance of a diverse board in its success. A diverse Board will contribute to the achievement of its strategic goals and commercial objectives inclusive of better corporate governance, sustainable development and enhancement in the quality of decisions; further it will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, will ensure that LEWL retains its competitive advantage.

All appointments to the Board will continue to be made on merit; the Committee will consider the benefits of diversity in identifying and recommending persons for Board membership; further the Committee will ensure that no person is discriminated against on grounds of religion, race, gender, national origin or ancestry, marital status, age, or any other personal or physical attribute which does not speak to such person's ability to perform as a Board member.

5. ROLE OF THE NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee (the “Committee”) of the company shall be responsible for:

- Reviewing and assessing the composition and performance of the Board.
- Identify appropriate qualified individual and recommend to the Board the appointment of the individual as a director keeping in view this Policy.
- Suggest appropriate expertise and diversity required based on future projected activities of the Company.
- Make recommendations to the Board in relation to appointments, and maintain an appropriate mix of diversity, skills, experience and expertise on the Board, and
- Ensuring that selection process is formal and thorough and non-discriminatory on grounds of gender, marital status, age, religion, race, medical condition, national origin or ancestry or any other personal or physical attribute which does not speak to such person’s ability to perform as a member of the Board.
- Review and report any changes in relation to the diversity of the Board. The Committee shall periodically review the Policy, from time to time, to ensure its effectiveness.

6. REVIEW OF THE POLICY

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The Board of Directors of the Company, subject to applicable laws, is entitled to amend, suspend or rescind this Policy at any time in line with the Listing Regulations. In case of any conflict between this policy and Act, Rules or Regulations or any other law as may be applicable such law shall prevail.

The updated policy shall be continuously hosted on the website of the company.