

## **NESCO LIMITED - BOARD DIVERSITY POLICY**

### **PURPOSE**

The Board Diversity Policy ("Policy") sets out the approach to diversity on the board of Directors ("Board") of Nesco Limited ("Nesco").

### **OBJECT AND PURPOSE**

The Clause 49 (IV) (B) requires all listed companies devise a policy on Board diversity through the Nomination and Remuneration Committee. The Policy aims to set out the approach to achieve diversity on the Board of the Company and recognizes and embraces the benefits of having a diverse Board to enhance the quality of its performance.

With a view to achieving a sustainable and balanced development, the Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives and its sustainable development. In designing the Board's composition, Board diversity has been considered from a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills and knowledge. All Board appointments will be based on meritocracy having due regard for the benefits of diversity on the Board.

### **APPLICABILITY AND GOVERNING LAW**

The Policy will be applicable to the Board Directors of Company and will not apply to employees of the Company.

This Policy on Board diversity shall be governed by the Companies Act, 2013 read with Rules made thereunder, as may be in force for the time being as well as Clause 49 of the Listing Agreement or such other Rules/Regulations, as may be notified by SEBI from time to time. Any references to statutory provisions shall be construed as references to those provisions as amended or re-enacted or as their application is modified by other statutory provisions (whether before or after the date hereof) from time to time and shall include any provisions of which they are re-enactments (whether with or without modification).

### **MONITORING AND REPORTING**

The Nomination and Remuneration Committee shall:

- Assess the appropriate mix of diversity, skills experience and expertise required on the Board and assess the extent to which the required skills are represented on the Board,
- Make recommendations to the Board in relation to appointments and maintain as appropriate mix of diversity, skills, experience and expertise on the board, and
- Periodically review and report to the Board requirements, if any, in relation to diversity on the Board.



## **NESCO LIMITED - BOARD DIVERSITY POLICY**

The Board shall have an optimum combination of executive, non-executive and independent directors in accordance with requirements of the Articles of Association of Nesco, the Companies Act, 2013, Listing Agreement and statutory, regulatory and contractual obligations of Nesco.

### **REVIEW OF THE POLICY**

This Policy shall be reviewed by the Board of Directors on its own and/or as per the recommendations of the Nomination and Remuneration Committee, as and when deemed fit.

\*\*\*\*\*

**For NESCO LIMITED**

  
**(Ashok R. Yadav)**  
**Company Secretary and**  
**Compliance Officer**