



**BOARD DIVERSITY POLICY
OF
INDO AMINES LIMITED**



INTRODUCTION:

The Board Diversity Policy (**'the Policy'**) sets out the approach to diversity on the Boards of Directors of the Indo Amines Limited (hereinafter referred to as **"the Company"**). The Company recognises and embraces the benefits of having a diverse Board, and sees increasing diversity at 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 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.

SCOPE OF APPLICATION:

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

OBJECTIVE:

The purpose for achieving diversity on the Board of Directors of the Company is for the benefits of:-

- Enhancement of the quality of performance of the Board;
- Usher in independence in the performance of the Board;
- Eradicate the gender bias in the Board;
- Achievement of sustainable and balanced performance and development in the Company;
- Support the attainment of strategic objectives of the Company; &
- Compliance of applicable law/s and good corporate practices.

The Company believes that to a large extent requisite diversity is already present in the Board of the Company which, however, needs to be reviewed in terms of this Policy

POLICY STATEMENT:

The Company believes diverse board with differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender will ensure that the Company retains its competitive edge. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All Board appointments are made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective.

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

- Drive better results;
- Make corporate governance more effective;
- Enhance quality and responsible decision making capability;
- Ensure sustainable development; and
- Enhance the reputation of the Company.

Nomination Committee and Remuneration Committee ('the Committee') reviews and assesses Board composition on behalf of the Board and recommends the appointment of new Directors.



- a) In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively.
- b) In identifying suitable candidates for appointment to the Board, the Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.
- c) The Committee will discuss and agree annually all measurable objectives for achieving diversity on the Board and recommend them to the Board for adoption.

Further the committee will ensure that no person is discriminated against on the grounds of religion, race, gender, pregnancy, child birth or related medical conditions, national origin, ancestry, marital status, age, sexual orientation or any other personal or physical attribute which does not speak to such person's ability to perform as a board member.

REVIEW OF THE POLICY:

The Committee will review the Policy annually, which will include an assessment of the effectiveness of the Policy. The Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval. Also, at any given time the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.
