

Genus Power Infrastructures Limited

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Board Diversity Policy

I. INTRODUCTION

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee (NRC) has framed a policy on Board diversity.

II. POLICY STATEMENT

The Company recognizes the importance and advantages of a diverse board in its success. The Company believes that a diverse board will enhance the quality of the performance and decisions made by the board by utilizing the different skills, qualification, professional experience, gender, knowledge etc. of board members. The Company understands that a diverse board is necessary for achieving desired objectives and sustainable results.

The NRC is responsible for reviewing and assessing the composition of board and its performance. The NRC shall make sure that the board has an optimum combination of Non-Executive, Independent Directors and Non-Promoters along with a Woman Director in accordance with requirements of the Articles of Association of the Company, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act 2013. The NRC shall endeavor to include and make good use of diversity in the skills, qualification, age, experience and expertise of the board.

The NRC will take into consideration the benefit of diversity in selection and recommendation of person for board membership as well as in evaluating performance of board and individual director. The NRC will ensure that the proposed board member has the requisite qualifications, skills, expertise and wide experience, which the board as a whole requires in order to be effective, apart from compliance of legal and contractual requirements of the Company.

III. REVIEW OF THE POLICY

The NRC will review the policy, from time to time, to ensure the effectiveness of the policy. The NRC may recommend any revisions that may be required, to the board for consideration and approval.

IV. DISCLOSURE OF THE POLICY

This policy will be posted on the Company's website. The necessary disclosure about the policy will also be made as per requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act 2013.

V. CONFLICT BETWEEN LAWS AND POLICY

In case of any conflict between the prevailing laws/rules/regulations and this policy, the prevailing laws/rules/regulations shall prevail. Further, any subsequent amendment / modification in the Act, Listing Regulations and other applicable rules/regulations/laws in this regard shall automatically apply to this Policy.



- (Reviewed on March 30, 2019 and Effective from April 01, 2019)
- (Reviewed on May 28, 2021 and Effective from May 28, 2021)
- (Reviewed on May 12, 2022 and Effective from May 12, 2022)
- (Reviewed on May 01, 2023 and Effective from May 01, 2023)
- (Reviewed on May 29, 2024)