



Ratnadhhar Infra Limited
Engineers, Constructions & Contractors

Ratnadhhar Infra Limited

(Formerly Known as RATNADHAR INFRA PRIVATE LIMITED)

Ph. : +91-9849935867, 9347667799 E-mail Id : sasidhar@ratnadhharinfra.com

CIN : U45400AP2013PLC090622

GSTIN : 37AAGCR6554D2Z8

RATNADHAR INFRA LIMITED POLICY ON BOARD DIVERSITY

Version	Summary of Changes	Board Approval	Date of Release
Version 1	Initial	12.03.2026	12.03.2026



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1. **PREAMBLE**

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") came into force from December 1, 2015. In accordance with Regulation 19(4) read with Part D of Schedule II of SEBI LODR, the Board of Directors of Ratnadhhar Infra Limited ("the Company") is required to frame a Policy on Diversity of the Board of Directors ("Policy").

Accordingly, the Board of Directors of the Company has adopted the Policy.

2. **OBJECTIVE AND SCOPE**

This Policy sets out the approach to diversity on the Board of Directors ("Board") of the Company. It applies only to the Board and not to the employees generally.

Building a Board of diverse and inclusive culture is integral to the success Ratnadhhar Infra Limited. Ethnicity, age and gender diversity are areas of strategic focus to the composition of our Board.

The Board considers that its diversity, including gender diversity, is a vital asset to the business.

3. **VISION**

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

4. **POLICY STATEMENT**

The Company recognizes and embraces the importance of a diverse Board in its success. The Company believes that a truly diverse Board will leverage difference in thought, perspective, knowledge, skill, industry experience, age, regional and cultural background which will provide the Company a competitive advantage

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

- Making corporate governance more effective;
- Driving positive business results;



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- Enhancing the quality and responsibility of decision making;
- Ensuring sustainable development; and
- Enhancing the reputation of the Company.

The Nomination and Remuneration Committee ("Committee") is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriate and qualified person to occupy the various positions at the Board

While all appointments to the Board will continue to be made on merit, the Committee will consider the benefits of diversity in including and recommending persons for the Board membership.

Further, the Committee will ensure that no person is discriminated against on grounds of religion, race, gender, maternity or related medical conditions, national origins, marital status, sexual orientation or any other personal or physical attribute which does not speak to such person's ability to perform as a member of the Board.

Accordingly, the 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 recommendation to the Board in relation to appointment and maintain an appropriate mix of diversity, skills, experience and expertise on the Board; and
- Periodically review and report to the Board any requirements in relation to diversity on the Board

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

Measurable Objectives

Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, culture and educational background, ethnicity, professional experience, skills and knowledge. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board. The Board's composition (including gender, ethnicity and age) will be disclosed in the Corporate Governance Report annually.



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5. REVIEW

The Committee will review this Policy periodically and recommend appropriate revisions to the Board.

K. Suresh

