



**KUMAR ARCH TECH
LIMITED**
**(Formerly known as Kumar
Arch Tech Private Limited)**

**POLICY FRAMEWORK TO PROMOTE
DIVERSITY ON COMPANY'S BOARD
OF DIRECTORS**

(As envisaged under Regulation 19 (4) read with Part D of the Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Version – 01

Date of the approval by the Board: September 09, 2024

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POLICY FRAMEWORK TO PROMOTE DIVERSITY ON COMPANY'S BOARD OF DIRECTORS

1. BACKGROUND

This Policy on Board Diversity (the “Policy”) for the Board of Directors (the “Board”) of **KUMAR ARCH TECH LIMITED** (the “Company”) has been formulated in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations, 2015”) to assure that the Board is fully diversified and comprises of an ideal combination of Executive and Non-Executive Directors, including Independent Directors, with diverse backgrounds.

2. OBJECTIVES OF FRAMEWORK TO PROMOTE DIVERSITY ON COMPANY'S BOARD OF DIRECTORS

The Policy is framed to address the importance of a diverse Board in harnessing the unique and individual skills and experiences of various Members of the Board in such a way that it collectively benefits the business and the Company as whole. The basic essence of the Policy is to provide a framework for leveraging on the diverse knowledge and expertise of the Board on various functions which can offer its valuable guidance to the Management, consistent with the Company's business perspective and to support the attainment of strategic objectives of the Company.

3. LAW AND APPLICABILITY

As per Regulation 19 (4) read with Part D of the Schedule II of the SEBI (LODR) Regulations, 2015, the NRC (Nomination and Remuneration Committee) of the Company has to devise Policy on Board Diversity. The Policy applies to the composition of the Board only and does not apply to diversity in relation to the employees of the Company.

4. POLICY STATEMENT

The Company aims to enhance the effectiveness of the Board by diversifying its composition and to obtain the benefit out of such diversity in better and improved decision making. In order to ensure that the Company's boardroom has appropriate balance of skills, experience and diversity of perspectives that are imperative for the execution of its business strategy, the Company shall consider a number of factors, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service.

The Policy shall conform to the following two principles for achieving diversity on the Board:

- Decisions pertaining to recruitment, promotion and remuneration of the directors will be based on their performance and competence; and
- For embracing diversity and being inclusive, best practices to ensure fairness and equality shall be adopted and there shall be zero tolerance for unlawful discrimination and harassment of any sort whatsoever.

In order to ensure a balanced composition of executive, non-executive including independent directors on the Board, the Company shall consider candidates from a wide variety of backgrounds, without discrimination, and based on the following factors:

- Gender:** The Company shall not discriminate on the basis of gender in the matter of appointment of directors on the Board. The Company encourages a balanced representation of genders at senior executive levels and will focus on appointing individuals based on merit and qualifications. As per the provisions of the Companies Act, 2013, the Company shall at all times have at least one woman director on the Board.
- Ethnicity:** The Company shall promote having a boardroom comprising of people from all ethnic backgrounds so that the directors may efficiently contribute their thorough knowledge, sources and understanding for the benefit of Company's business;
- Experience & Knowledge:** The Board should strive for diversity in experiences and knowledge in various fields that can contribute to operations of the company's business. Further the Board should also be comprised of members who have the specific knowledge and experience as specified in Companies Act 2013, SEBI (LODR) Regulations, 2015 and other statutory regulations and to support compliance with applicable law/s and adopt leading corporate governance practices.

5. ROLE OF THE NOMINATION AND REMUNERATION COMMITTEE

The NRC, inter alia, is responsible for reviewing and assessing the composition of the Board as well as for identifying and recommending appropriately qualified candidature(s), to hold Directorship in the Company and to ensure transparency in relation to appointments, and maintain an appropriate mix of diversity, skills, experience and expertise on the Board. Further the NRC shall act in accordance with the terms of reference as approved by the board of directors.

6. DISSEMINATION OF THE POLICY

The Policy shall be uploaded on the Company's website i.e. www.echon.co and a web link for the same shall also be provided in the Annual Report of the Company. The necessary

disclosure, if any, about the policy will also be made as per the requirements of SEBI (LODR) Regulations, 2015 and other applicable laws.

7. REVIEW AND AMENDMENT

Changes to this policy may be approved by the Board of Directors or a designated committee, ensuring agility in the evolving business environment. The Board of Directors reserves the right to review or modify this policy in response to changing legal, market, or corporate governance practices. or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Determine which documents should be preserved permanently or for extended periods based on their legal, operational, or historical significance. Any subsequent amendment/modification in the Act or the rules framed thereunder or the SEBI Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.
