

# AMINES & PLASTICIZERS LIMITED



## BOARD DIVERSITY POLICY

*Last reviewed on February 13, 2025*

## BOARD DIVERSITY POLICY

### 1. PREFACE

This Policy on Board Diversity for the Board of Directors (the “Board”) of Amines & Plasticizers Limited (the “Company”) has been formulated by the Nomination and Remuneration Committee (“NRC”) in accordance with Regulation 19(4) read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) 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. OBJECTIVE

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 which can offer its valuable guidance to the Management consistent with the Company’s business perspective.

### 4. DEFINITIONS

For the purpose of this Policy, the following terms shall have the meanings assigned to them hereunder:

- a) “Board” means the board of directors of the Company
- b) “Board Diversity Policy” means this policy, as amended from time to time;
- c) “Committee” means the Nomination and Remuneration Committee of the Board;
- d) “Company” means Amines & Plasticizers Limited.

Words and expressions used and not defined in this Board Diversity Policy shall have the meaning as prescribed to them in the Listing Regulations, the Securities and Exchange Board of India Act, 1992, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Depositories Act, 1996, as amended, or the Companies Act and rules and regulations made thereunder.

### 5. APPLICABILITY

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

### 6. POLICY STATEMENT

The Company recognizes and embraces the importance of a diverse Board in its success and believes that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will ensure that the Company retains its competitive advantage.

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

- a) drive business results;
- b) make corporate governance more effective;
- c) enhance quality and responsible decision making capability;
- d) ensure sustainable development; and
- e) enhance the reputation of the Company.

The Nomination and Remuneration Committee is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy the Board positions.

While all appointments to the Board will continue to be made on merit, the Committee will consider the benefits of diversity (including but not limited to the attributes listed above) in identifying and recommending persons for Board membership, as well as in evaluating the Board and its individual members.

Further, the Committee will ensure that no person is discriminated against on grounds of religion, race, gender, pregnancy, birth or related medical conditions, national origin or ancestry, marital status, age, sexual orientation, or any other personal or physical. Accordingly, the Committee shall:

- a) 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.
- b) make recommendations to the Board in relation to appointments, and maintain an 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.
- c) Ensure that the Board has an optimum combination of executive, non-executive and independent directors in accordance with requirements of the Companies Act, 2013, Listing Regulations and other statutory, regulatory and contractual obligations of the Company.

## **7. RESPONSIBILITY AND REVIEW**

The Committee will review this Policy periodically and recommend appropriate revisions to the Board. The Company Secretary/ Compliance Officer shall be responsible for advising the Committee about necessary compliance under the policy.

## **8. AMENDMENTS**

Any or all provisions of this Policy are subject to revision/ amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities found inconsistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.