

VEER GLOBAL INFRACONSTRUCTION LIMITED

BOARD DIVERSITY POLICY

This policy as reviewed and approved by the Board of Directors shall be effective from February 13, 2025.

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1. Introduction

The Board Diversity Policy outlines the Company's approach to achieving diversity within its Board of Directors. This diversity is aimed at fostering optimal decision-making and supporting the development and execution of strategies that drive the Company's success, ultimately benefiting all stakeholders. Diversity is about creating the right mix of individuals and leveraging their unique perspectives, skills, experiences, knowledge, and insights to enhance organizational performance and business outcomes.

In compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015"), the Company has established this Board Diversity Policy to promote inclusivity and effective governance.

2. Scope of the Policy

This policy applies to the **Board of Directors** of the company. It covers both executive and non-executive directors, including independent directors. It does not apply to employees generally.

3. Key Aspects of Board Diversity

The composition of the Board shall comply with the requirements of the Company's Articles of Association, the Companies Act, 2013, the rules framed thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. The Board of Directors shall maintain an optimal balance of Executive, Non-Executive, and Independent Directors, including at least one-Woman Director.

In designing the Board's composition, diversity will be considered across multiple dimensions, including but not limited to the following:

- Gender,
- Age,
- Educational background,
- Professional experience,
- Global business exposure,
- Leadership and technological skills,
- Knowledge and networking capabilities,
- Value addition, and
- Representation of stakeholders.

The Nomination and Remuneration Committee is responsible for reviewing and assessing the appropriate mix of skills, knowledge, qualifications, experience and expertise required on the Board composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions in accordance with the relevant laws.

The Committee shall ensure that no individual is discriminated against on the basis of religion, race, gender, national origin, marital status, age or any other personal or physical attribute unrelated to their ability to effectively serve as a Board member.

4. Review and Amendments

This policy will be reviewed from time to time to keep up with changes in regulations. Any updates or changes to the policy will need to be approved by the Board of Directors.