

BOARD DIVERSITY POLICY

[Pursuant to Regulation 19 (4) read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]



Laser Power & Infra Limited
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1. Introduction

- a) The Policy on Board Diversity (**the “Policy”**) sets out the approach to diversity on the Board of directors (the “Board”) of Laser Power & Infra Limited (**the “Company”**).
- b) This Policy is being adopted by the Company to comply with the applicable rules and regulations of the Companies Act, 2013 and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI Listing Regulations”**).
- c) The policy has been approved by the Board in its meeting held on 17th **September, 2025**.

2. Applicability

As per Regulation 19 (4) read with Part D of the Schedule II of the SEBI (LODR Listing) Regulations, 2015, the Nomination and Remuneration Committee NRC of the Company has to devise a Policy on Board Diversity.

This Policy applies to the Board of Directors of the Company only and does not apply to diversity in relation to the employees of the Company.

3. Objective

The Board Diversity policy aims to create an environment that values and fosters inclusiveness, embraces a broad spectrum of talent, and champions a culture of meritocracy. The policy strives to ensure that its Board reflects diversity in its broadest sense including but not limited to, business experience, geography, age, gender, nationality, ethnicity, and race. By doing so, we aim to contribute to the company’s competitive advantage, stakeholder engagement, and overall business performance.

4. Optimum Composition and Policy Statement

The Board shall have an optimum combination of Executive, Non-Executive and Independent Directors including Women Directors in accordance with the requirements of the Companies Act, 2013, Articles of Association of the Company, the SEBI Listing Regulations, other statutory requirements and contractual obligations so as to serve the objective stated above.

The Board’s composition is disclosed in the Company’s Corporate Governance Report annually forming part of the Company’s Annual Report.

A diverse Board shall contribute to the achievement of the Company’s objectives including:

- Drive business results and strategic growth;
- Ensure sustainable development and corporate governance;
- Enhance quality and responsible decision-making capability;
- Enhance the reputation of the Company.

5. Role of the Nomination and Remuneration Committee

The **Nomination and Remuneration Committee (“NRC”)** 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, to the Board where and if need be.

The Companies Act, 2013, as amended and the rules made thereunder (the “**Companies Act**”) read with the Listing Regulations, as amended, require the Board and the NRC to formulate the criteria for determining qualifications, positive attributes and independence of directors.

- a) Identify/evaluate candidates for appointment to the Board on merit against the Board Diversity policy objective and have diverse skills, experience, background, and expertise of current members of the Board.
- b) Report in the Corporate Governance section of the Annual Report on the implementation of the Board Diversity Policy and other regulatory and statutory requirements.

The Nomination and Remuneration Committee shall consider candidates from a wide variety of backgrounds, without discrimination and based on following factors, including but not limited to, in order to maintain diversity on the Board and across the management of the Company:

- a) Gender;
- b) Educational qualification;
- c) Expertise and experience;
- d) Ethnicity.

The Board shall have at least one board member who has accounting or related financial management expertise and at least three directors who are financially literate.

Based on performance evaluation to suggest suitable additions or replacements in the Board composition.

Principles

We believe that the Board diversity:

- Encourages good Corporate Governance practice,
- Smooth business functioning
- Gives a solution to diverse problems confronted by the Company from time to time,
- Ensures navigation of complex and dynamic issues that company faces from time to time,
- Facilitates setting up of the vision of the Company after considering all perspectives,
- Results in better decisions out of healthy debate,
- Make a Company knowledgeable and sensitive to a wider variety of groups,
- Results in effective and practical business strategy and growth plans,
- Enhances understanding of the complex business situations,
- Leads to result-oriented approach and decision-making capability,
- Alert about the risks and challenges

As per legal requirement, the directors are appointed by the shareholders on the recommendation of the Board. The right to appoint the directors is one of the most important rights exercisable by the shareholders.

6. Review of Policy

- a) The NRC shall review and assess the composition of the Board of Directors, and shall recommend to the Board of Directors, the appointment of new directors based on their qualification, positive attributes and independence.
- b) The NRC shall review the Policy from time to time, and make recommendations on any required changes to the Board of Directors for consideration and approval.

7. Amendment to this Policy

The Board of Directors may as per the recommendations of Nomination & Remuneration Committee amend this Policy, as and when deemed fit.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant Statutory authorities, not being consistent 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.

8. Disclosure of the Policy

The Policy will be uploaded on the website of the Company. The necessary disclosure about the policy will also be made as per the requirements of SEBI Listing Regulations and other applicable laws.