



IIFL WEALTH MANAGEMENT LIMITED

Board Diversity Policy

BOARD DIVERSITY POLICY

INTRODUCTION

The Nomination and Remuneration Committee of the Directors of IIFL Wealth Management Limited (“IIFL/Company”) had formulated and recommended this policy on diversity of the composition of the Board by the name of Board Diversity Policy (“Policy”). The same was approved by the Board at its meeting held on June __, 2019

POLICY AND PURPOSE

As prescribed under the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Listing Regulations), one of the key functions of the Board of a listed company is to ensure existence of a transparent board nomination process with a focus on diversity of thoughts, varied experience, industry knowledge, broader perspective, integrity and gender representation. The primary objective of this Policy is to provide a framework and set standards for having a diversified Board with ability to base its decisions after evaluating multiple options as compared to homogeneous Boards and help improve the performance of the organization significantly. A diversified board not only enhances board effectiveness by ensuring rational, pragmatic and quick decision making but also better understands and connects with the stakeholders to attain the Company’s stated goals and strategic objectives.

Policy Implementation

Whilst selecting potential candidates, the NRC should consider the following:

- When selecting candidates to be appointed as Directors to the Board, the NRC shall assess appropriate mix of diversity, ensure that the candidates have the highest levels of personal and professional ethics and integrity, appropriate skills, knowledge, experience and expertise in one or more fields of business including finance, accounting, management, sales, marketing, administration, research, corporate governance, technical operations, law or any other discipline related to the business of the Company.
- While evaluating candidates, the NRC shall also consider the qualifications and skill sets of the existing Non-Executive Directors, to ensure an overall diversity in the skill sets of Board as a whole, keeping in mind the current business operations, future growth, diversification plans and also the need to fill in the competency gaps, if any.
- While selecting candidates for appointment to the Board, the NRC shall look at not only the requisite qualifications and skill sets of the candidates but also of the members of the existing Board keeping in mind the current business operations, future growth, diversification plans and also the need to fill in the competency gaps, if any.
- The Company believes in gender diversity. The Company, under the provisions of the Companies Act, 2013, Rules made there under and the Listing Regulations would have adequate number of woman director on its Board including woman independent director.

REVIEW

NRC will periodically assess the expertise, experience, skills and backgrounds of its directors in light of the needs of the Board, including the extent to which the current composition of the Board reflects a diverse mix of knowledge, experience, skills and backgrounds.

AMENDMENTS AND UPDATES

Any other regulatory changes in this regard will stand updated in the policy from time to time.