Jainam Broking Limited

(CIN: U67120GJ2003PLC043162)

Board Diversity Policy

Reg. Office - *P03-02C, P03-02D & P03-02E, 3rd Floor, WTC Tower (51A), Road 5E, Block 51, Zone 5, DTA, Gift City, Gandhinagar -385355*
Corp. Office - *Jainam House, New Passport Office Road, Kargil Chowk, Piplod, Surat, Gujarat, India*
+91 261 6725555, 2305555 | E-mail: *corp@jainam.in | www.jainam.in*

1. Preamble

The Company has framed a formal policy on Board diversity which sets out a framework to promote diversity on Company's Board of directors (the 'Board').

The Board of directors of the Company Jainam Broking Limited ('JBL' or 'Company') shall have an optimum combination of executive and non-executive directors and the composition of the Board shall be in accordance with requirements of the Articles of Association of the Company; the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('the Listing Regulations') and the statutory, regulatory and contractual obligations of the Company.

2. Scope Of Application

The Policy applies only to the members of the Board and not to the employees of the Company.

3. Effective Date

This Policy shall be effective from the date of approval by the Board, unless specified otherwise.

4. Purpose

As per the requirements under The Companies Act, 2013 and the rules made thereunder (the "Companies Act"), the Regulations 19(4) read with Sub-clause (3) Para A of Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the "Listing Regulations"), the Nomination and Remuneration Committee of the Company (the "NRC") is required to devise a policy for having diversity on the board of JBL.

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.

5. Policy Statement

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.

The Company presently has its registered office in Gandhinagar, Gujarat, India. It's Regional and branch offices are located throughout India. Hence, it recognizes and embraces the benefits of having a diverse Board and seeks increasing diversity at the Board level as an essential element in maintaining competitive advantage. It is recognized that the Board composed of appropriate qualified people with a broad range of experience relevant to the business is important to the effective corporate governance and sustained commercial success of JBL.

All appointments to the Board will continue to be made on merit; the Committee will consider the benefits of diversity in identifying and recommending persons for Board membership; further the Committee will ensure that no person is discriminated against on grounds of religion, race, gender, national origin or ancestry, marital status, age, or any other personal or physical attribute which does not speak to such person's ability to perform as a Board member.

In the process of attaining a diverse Board based on the aforementioned norms, the following should also be

assessed:

- The Board should have an optimum number of executive and non-executive directors and not less than 50% of the Board should consists of the non-executive directors and shall have at least one (1) woman director on the Board subject to the applicable laws.
- When the chairperson of the Board is a non-executive director, at least one third of the Board shall comprise of independent directors and when the Company does not have a regular non-executive chairperson, or when the regular non-executive chairperson is a promoter or related to any promoter or person occupying management position at the Board level or at one level below the Board, at least half of the Board shall comprise of independent directors.
- While appointing the independent directors, care should be taken as to independence of the proposed appointee.
- Directorships in other Companies may also be taken in account while determining the candidature of a person.
- The overall composition of the Board should comply with the provisions of the Articles of Association, the Companies Act, the Listing Regulations and the statutory, regulatory and contractual obligations of JBL.

6. Responsibility

The Committee shall support laying down a succession plan and drive the understanding of talent across the organization and support development program for the Board. As part of the exercise, it will also review and suggest training for directors. Amongst the key requirements is to also plan for the evolution of non-executive directors over the medium term to maintain appropriate mix of skills, age and gender diversity on the Board.

The Committee will conduct and annual review of the policy (including a review of the effectiveness of the Policy), discuss any changes with the Board and ensure that the revisions to the Policy are approved by the Board.

The Company shall provide sufficient information about this policy to its shareholders, and provide information regarding the composition of the Board, the areas of expertise of each director and their qualification / characteristics etc. The necessary disclosures about the policy and other details should be made as per the requirements of the Listing Agreement and Companies Act, 2013.

7. Monitoring and Reporting

The Policy, as described herein and as applicable, shall also be disclosed in JBL's annual report. The Policy shall also be disclosed on the website of JBL for public information.

8. Review of the Policy

The effective implementation of this Policy requires that shareholders are able to judge for themselves whether the Board as constituted is adequately diverse. To this end, the Company shall continue to provide sufficient information to shareholders about the size, qualifications and characteristics of each Board member.

The Committee will review this Policy periodically and recommend appropriate revisions to the Board.

This policy is approved by the Board of Directors at their meeting held on March 19,2025

****