



## **POLICY ON BOARD DIVERSITY**

### **JUPITER WAGONS LIMITED**

#### **(FORMERLY COMMERCIAL ENGINEERS& BODY BUILDERS CO LIMITED)**

##### **1. Purpose**

In accordance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, 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').

##### **2. Vision**

The Company recognizes the importance and benefits of having the diverse Board to enhance quality of its performance.

##### **3. Policy Objective**

The objectives of this policy include the following:

- a) To take more holistic & multidimensional view of business complexities and navigate the complex & dynamic issues that the company faces.

- b) To help the Company build better Board that can draw upon a wide range of perspectives as well as experience and knowledge.
- c) To bridge the gap in the board composition for achieving optimum balanced Board.
- d) To encourage healthy & open discussions & promote independence of judgment.

#### **4. Policy Statement**

The Company believes that a diverse Board will enhance the quality of the decisions made by the Board by utilizing the different skills, qualification, professional experience, gender, knowledge etc. of the members of the Board, necessary for achieving sustainable and balanced development. For appointments of persons to office of directors and deciding composition of the Board, the Nomination Remuneration and Compensation Committee (NRC Committee) and the Board shall also have due regard to this policy on Board diversity. In this process the NRC Committee /Board will take into consideration qualification and wide experience of the directors in the fields of banking, finance, regulatory, administration, legal, commercial vehicle segment apart from compliance of legal and contractual requirements of the Company. The total number of directors constituting the Board shall be in accordance with the Articles of Association of the Company. The Board of directors of the Company shall have an optimum combination of executive and non-executive directors with at least one-woman director and the composition of the Board shall be in accordance with requirements of the Articles of Association of the Company, the Companies Act, 2013, Listing Regulations and the statutory, regulatory and contractual obligations of the Company

#### **5. Review of Policy**

The NRC Committee will review the policy from time to time and make recommendations on any required changes to Board for consideration and approval.

#### **6. Disclosure of the Policy**

This policy will be posted on the Company's website. The necessary disclosure about the policy will also be made as per requirements of Listing Agreement and Companies Act 2013.