



## **CREDITACCESS GRAMEEN LIMITED**

### **POLICY ON BOARD DIVERSITY**

## Revision History

Version	Author	Description of Changes	Release Date
1.	Compliance Officer	First version	January 12, 2018
2.	Compliance Officer	Amendments made in Policy Statement and Insertion of new clause "Board Composition"	March 23, 2022
2.	Chief Compliance Officer	Re-adoption	May 16, 2023
3	Chief Compliance Officer	Amendment made in "Policy Statement"	September 11, 2023
4	Chief Compliance Officer	<ul style="list-style-type: none"> <li>• Amended Section 1 to bring reference to SEBI (LODR) Regulations.</li> <li>• Aligned "Board Composition" with the extant applicable provisions of SEBI (LODR) Regulations.</li> </ul>	April 01, 2024
4	Chief Compliance Officer	Re-adoption	April 21, 2025
5	Deepti Ramani, Company Secretary & Compliance Officer	<ul style="list-style-type: none"> <li>• Added clause (d) &amp; (e) under policy statement to bring reference to some of the key responsibilities of NRC including assessment &amp; reporting, for increased transparency, better clarity &amp; effective administration of policy.</li> <li>• Updated skill matrix under Section 2(f)</li> <li>• Updated "Policy Review" Section to include provision relating to updates / amendments / revisions to the policy &amp; in case of conflict with regulatory norms, for effectiveness of the policy and better interpretation of the policy document for all the stakeholders.</li> </ul>	April 16, 2026

## Version Control

Version	Author	Reviewed By	Approved By
1.	Compliance Officer	MD & CEO	Board of Directors
2.	Compliance Officer	MD & CEO	Board of Directors
3.	Chief Compliance Officer	MD & CEO	Board of Directors
4.	Chief Compliance Officer	Managing Director	Board of Directors
4.	Chief Compliance Officer	Managing Director	Board of Directors

5.	Deepti Ramani, Company Secretary & Compliance Officer	Ganesh Narayanan, Managing Director & CEO	Board of Directors
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## **POLICY ON BOARD DIVERSITY**

### **1. Purpose of this Policy**

The Policy on Board Diversity ("The Policy") sets out the approach to ensure that the Board of Directors ("the Board") of CreditAccess Grameen Limited are comprised of Individual(s) possessing adequate skills, industry experience, professional expertise, educational background, and other relevant attributes. The Policy is formulated pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time.

The policy will be effective from January 12, 2018.

### **2. Policy Statement**

With a view to achieve sustainable and balanced development, the Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives.

- a) Diversity is ensured through consideration of a number of factors, including but not limited to skills, regional and industry experience, background and other qualities.
- b) The Company shall also take into account factors based on its own business model and specific needs from time to time.
- c) The Nomination & Remuneration Committee ('NRC') shall lead the process of identifying and nominating candidates for appointment as Directors on the Board. The benefits of diversity continue to influence succession planning and continue to be the key criteria for the search and nomination of Directors to the Board.
- d) The NRC shall assess the appropriate mix of diversity, skills, experience and expertise required on the Board and assess the extent to which the required skills are represented on the Board
- e) The NRC shall review and report to the Board requirements, if any, in relation to diversity on the Board, from time to time.
- f) The selection of candidates for appointment in the Board will be based on professional merit which shall include review of the candidate's educational background, industry experience, expertise in the fields of business including Banking Operations, Audit & Financial Statements, Financing, Investment, Risk Management, Entrepreneurship, Micro Finance, Management, Information Technology, Human Resource Development, Regulatory & Compliance, or any other discipline related to the Company's business segments, keeping in view the Company's business operations, growth / diversification plans and the need to enhance competencies.
- g) In the process of selection of Board members, no person is discriminated on the grounds of religion, race, caste, gender, or any other personal or physical attributes which do not affect his / her ability to perform as Director.

The Company shall also consider the principles relating to fit & proper criteria and other norms as may be prescribed under the Companies Act 2013, RBI Guidelines, the SEBI Regulations, as amended from time to time, and other applicable laws, whilst determining the composition of its Board.

### **3. Board Composition**

- a) Board of directors shall have an optimum combination of executive and non-executive directors with at least one-woman director and not less than fifty per cent of the board of directors shall comprise of non-executive directors or such other composition as may prescribed under applicable laws from time to time.
- b) The CEO / MD of the Company shall not be appointed as the Chairman of the Board of Directors. The Chairperson of the Board shall be a Non-Executive Director. In case of Non-Independent Chairman, there shall be an Independent Vice Chairman.

### **4. Monitoring**

The NRC shall periodically review the structure, size and composition of the Board as well as identifying appropriately qualified persons to occupy Board positions in accordance with the relevant laws.

### **5. Review of the Policy & Updates**

The Board of Directors shall review this policy from time to time to ensure its effectiveness. In the event of any conflict between the Act or the SEBI Regulations or any other statutory enactments ("Regulations") and the provisions of this policy, the Regulations shall prevail over this policy. Any subsequent amendment / modification in the Regulations, in this regard shall automatically apply to this policy.

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