

BOARD DIVERSITY POLICY

Suyog Telematics Limited
41, Suyog Industrial Estate,
1st Floor, LBS Marg,
Vikhroli West, Mumbai-400083

1. Purpose :

The Board Diversity Policy ('policy') sets out approach to diversity on the Board of the Directors ('Board') of **Suyog Telematics Limited**.

2. Scope:

This policy applies to the Board of Directors of Suyog Telematics Limited (hereinafter referred to as 'the Board').

3. Board Diversity :

The Company believes that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, age, ethnicity, race and gender which will help us retain our competitive advantage.

4. Policy Statement:

The Company aims to enhance the effectiveness of the Board by diversifying it and obtain the benefit out of it by better and improved decision making. In order to ensure that the Company's boardroom has appropriate balance of skills, experience and diversity of perspectives that are imperative for the execution of its business strategy, the Company shall consider a number of factors, including but not limited to skills, industry experience, background, race and gender.

The Company believes that diverse Board will contribute to the achievement of its strategic and commercial objectives, including to:

- Drive business results;
- Make corporate governance more effective;
- Enhance quality and responsible decision making capability;
- Enhance the reputation of the Company

The Policy shall conform to the following two principles for achieving diversity on its Board:

- Decisions pertaining to recruitment, promotion and remuneration of the directors will be based on their performance and competence; and

- For embracing diversity and being inclusive, best practices to ensure fairness and equality shall be adopted and there shall be zero tolerance for unlawful discrimination and harassment of any sort whatsoever.

In order to ensure an optimum combination of executive, non-executive and independent directors on the Board in accordance with requirements of Article of Association of the Company, the Companies Act, 2013 and Listing Agreement, the Company shall consider candidates from a wide variety of backgrounds, without discrimination based on the following factors:

- Gender
- Age
- Nationality and ethnicity
- Physical disability
- Educational qualification

5. Responsibility and Review:

The Nomination and Remuneration Committee is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions.