



Board Diversity Policy

Version: 1.0

ONMOBILE GLOBAL LIMITED

BOARD DIVERSITY POLICY

PURPOSE

This Board Diversity Policy ('Policy') sets out the approach to diversity on the Board of Directors ('Board') of OnMobile Global Limited ('OnMobile'/'Company').

SCOPE

This Policy applies to the Board. It does not apply to employees.

PREAMBLE

In accordance with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), the Nomination and Compensation Committee ('Committee') has framed the Policy which sets out a framework to promote diversity on Company's Board of Directors.

POLICY STATEMENT

OnMobile understands the benefits of having a diverse Board that possesses the balance of skills, industry experience, expertise, geographical background and diversity of perspectives appropriate to the requirements of the business of the Company. The Company sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. The Company believes that a diverse Board will contribute to achievement its business objectives including to drive business results, effective corporate governance, responsible decision making and sustainable growth

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

While all appointments to the Board will continue to be made on merit, the Committee will consider the benefit of diversity in identifying and recommending persons for Board membership as well as in evaluating the Board and the individual directors.

The Committee will ensure that no person is discriminated on ground of religion, race, gender, nationality, marital status, age, sexual orientation or any other personal or physical attributes which do not impact such person's ability to perform as Board member.

Accordingly, the Committee shall:

- Access the appropriate mix of diversity, skills, expertise and experience required on the Board and assess the extent to which the required skills are represented on the Board; and
- Make recommendation to the Board in relation to appointments, maintaining an appropriate mix of diversity, skills, experience and expertise on the Board;



The Board shall have an appropriate composition of executive and non-executive directors and independent directors in accordance with the requirements of Articles of Association of the Company, the Companies Act, 2013 and Listing regulations including any statutory modifications or enactment thereof for the time being in force.

The Company shall provide sufficient information in the Annual Report about size of the Board, qualifications, experience and expertise of each Board member so that shareholders are able to judge Board diversity.

POLICY REVIEW

The Committee will review the policy periodically and recommend necessary revisions to the Board.