



Marksans Pharma Ltd.

POLICY ON BOARD DIVERSITY

BACKGROUND AND PURPOSE:

The Company recognizes the benefits of a Board that possesses a balance of skills, experience, expertise and diversity of perspectives appropriate to the requirements of the businesses of the Company and its subsidiaries. The Company recognizes the benefits of having a diverse Board to enhance the quality of its performance.

The Company maintains that appointment on the Board should be based on merit that complements and expands the skills, experience and expertise of the Board as a whole, taking into account gender, age, professional experience and qualifications, cultural and educational background and any other factors that the Board may consider relevant and applicable from time to time towards achieving a diverse Board.

As per the provisions of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), one of the roles of the Nomination and Remuneration Committee is to devise a policy on diversity of board (“Policy”). The purpose of the Policy is to set out a framework to ensuring a transparent nomination process to the Board of directors with the diversity of thought, experience, knowledge, perspective and gender in the Board of directors.

NOMINATION PROCESS:

The Nomination and Remuneration Committee of the Company (“NRC”) reviews and assesses Board composition on behalf of the Board. The NRC has the primary responsibility for identifying suitable qualified candidates to become members of the Board. While screening the candidates, the NRC aims to maintain an appropriate balance of skills, knowledge, relevant experience and background and considers all aspects of diversity i.e., age, experience (including relevant industry experience), cultural and educational background and expertise, ensuring a transparent nomination process to the Board of directors with the diversity of thought, perspective and gender in the Board of directors and ensures that the candidates have the highest levels of personal and professional ethics and integrity. However, in identifying suitable candidates for recommendation to the Board, the NRC considers candidates against various criteria (including merits) having due regard for benefits of diversity on the Board.

REVIEW / REVISION OF POLICY:

If at any point a conflict of interpretation / information between the Policy and any regulations, rules, guidelines, notification, clarifications, circulars, master circulars/ directions issued by relevant authorities (“Regulatory Provisions”) arises, then interpretation of the Regulatory Provisions shall prevail. In case of any amendment(s) and/or clarification(s) to the Regulatory Provisions, the Policy shall stand amended accordingly from the effective date specified as per the Regulatory Provisions.

Reviewed by the Nomination and Remuneration Committee and approved by the Board of Directors at their respective meeting held on 13 February 2024.
