
ZETWERK MANUFACTURING BUSINESSES LIMITED
POLICY TO PROMOTE DIVERSITY ON THE BOARD OF DIRECTORS

1. TITLE

- 1.1** This policy shall be called the ‘Policy to promote diversity on the board of directors (“**Board**”) (“**Policy**”).

2. OBJECTIVE

- 2.1** Zetwerk Manufacturing Businesses Limited (the “**Company**”) is committed to deal with all stakeholders with full transparency and fairness, ensuring adherence to all laws and regulations and achieving highest standards of corporate governance.
- 2.2** Pursuant to Regulation 19(4) read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “**SEBI Listing Regulations**”), the Nomination and Remuneration committee of the board of directors (“**Board**”) of the Company is required to devise a policy on diversity of board of directors. In compliance with the SEBI Listing Regulations, the Company has formulated this Policy. The Policy shall come into force with effect from the date of adoption by the Board.

3. DEFINITIONS

- 3.1** For the purpose of this Policy the following terms shall have the meanings assigned to them hereunder:
- (a) “**Committee**” means the nomination and remuneration committee of the Board;
 - (b) “**Companies Act**” means the Companies Act, 2013, read with the rules thereunder, as amended; and
 - (c) “**Director**” means a member of the Board.
- 3.2** Words and expressions used and not defined in this Policy shall have the meaning ascribed to them in the SEBI Listing Regulations, the Securities and Exchange Board of India Act, 1992, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Depositories Act, 1996, as amended, or the Companies Act and rules and regulations made thereunder.

4. BOARD DIVERSITY

- 4.1** The Committee shall ensure that the Board shall have an optimum combination of executive, non-executive and independent Directors in accordance with requirements of the Companies Act, SEBI Listing Regulations and other statutory, regulatory and contractual obligations of the Company.
- 4.2** The Company recognises the benefits of having a diverse Board and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. The Company believes that a truly diverse Board will leverage differences in thought, perspective, knowledge,

skill, regional and industry experience, cultural and geographical background, age, race and gender, which will ensure that the Company retains its competitive advantage. The Company further believes that a diverse Board will contribute towards driving business results, make corporate governance more effective, enhance quality and responsible decision-making capability, ensure sustainable development and enhance the reputation of the Company.

- 4.3 The Committee shall review the profile of the prospective candidates for appointment as Director on the Board taking in consideration knowledge, experience, financial literacy / expertise, global market awareness and other relevant factors as may be considered appropriate and the Board shall be so formulated with mix of members to maintain high level of ethical standards. The Committee shall also take into consideration the provisions of the Companies Act, SEBI Listing Regulations and other statutory, regulatory and contractual obligations of the Company.

5. AMENDMENTS

- 5.1 Any subsequent amendment or modification in the Companies Act, 2013, SEBI Listing Regulations, or any other relevant laws shall supersede this Policy and automatically apply to it. The Policy is subject to review and changes deemed necessary by the Board to comply with regulatory requirements. If any amendments, clarifications, circulars, notifications, etc., issued by relevant authorities under SEBI Listing Regulations or any governing Act/Rules/Regulations are inconsistent with this Policy, they shall prevail, and the Policy will be amended accordingly from the effective date specified, even if not expressly incorporated here.

DATE OF ADOPTION BY THE BOARD: 19 March 2026