

GAMMON INFRASTRUCTURE PROJECTS LIMITED

Policy On Board Diversity

Purpose

In accordance with the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) the Company has framed a formal policy on diversity of Board of Directors (“the Board”) which sets out a framework to promote Board diversity.

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 qualifications, positive attributes and independence of a director

Vision

The Board of Directors of the Company shall always comprise of Directors with professional qualifications, varied expertise and experiences, positive attributes, independence with the diversity of thought, experience, knowledge, perspective and gender to ensure quality of its performance.

Policy Statement

The Company believes that a diverse Board will enhance the quality of the decisions made by the Board by utilizing the different skills, qualification, professional experience, knowledge etc. of the members of the Board, necessary for achieving sustainable and balance development. For appointments of persons to office of directors and deciding composition of the Board, the Nomination and Remuneration Committee (NRC Committee) and the Board shall also have due regard to this policy on Board diversity. In this process the NRC Committee / Board will take into consideration qualification and experience of the directors in the fields of banking, finance, accounts, regulatory, management, administration, legal, commercial, infrastructure segment, engineering apart from compliance of legal and contractual requirements of the Company.

The total number of directors constituting the board shall be in accordance with the Articles of Association of the Company. The Board of directors of the Company shall have an optimum combination of executive and non-executive directors with at least

one woman director and the composition of the Board shall be in accordance with the requirements of the Articles of Association of the Company, the Companies Act, 2013, Listing Regulations and the statutory, regulatory and contractual obligations of the Company.

Review of Policy

The NRC Committee will review the policy from time to time and make recommendations on any required changes to the Board for consideration and approval.

Disclosure of the Policy

This policy will be posted on the Company's website. The necessary disclosure about the policy will be made as per requirements of Listing Regulations and Companies Act, 2013.