

**POLICY ON
DIVERSITY OF
BOARD OF
DIRECTORS**

1. Preamble:

In terms of regulation 19(4) read with sub para 3, Para A, Part D of Schedule II of the Securities and Exchange Board of India("SEBI") (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Board of Directors(the Board) of "Dynamic Cables Limited" ("the Company") at its meeting held on July 18, 2020 has approved and adopted "Policy on diversity of Board of Directors"("the policy") on recommendations of Nomination & Remuneration Committee (the 'NRC' or the 'Committee') of the Company.

2. Purpose and Scope:

The Company recognizes and embraces the benefits of having a diverse Board to enhance the quality of its performance. The policy sets out the approach to have diversity on the Board of the Company Directors. The policy applies to the Board of the Company.

3. Policy Statement:

It is recognized that a Board composed of appropriately qualified people with broad range of experience relevant to the business of the Company is important to achieve effective corporate governance and sustained commercial success of the Company. The Company believes that a diverse Board will improve the firm's organizational effectiveness, including the time taken to reach critical decisions, the generation of new ideas, the ability of the Companies to attract new talent and access to expertise and experience. The Board of directors of the Company shall adhere to the criteria of having 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 and rules made there under, Listing Regulations and the statutory, regulatory and contractual obligations of the Company. In order to ensure that the Company's board has appropriate balance of skills, experience and diversity of perspectives that are imperative for the execution of its business strategy, Board appointments should be based on merits that complements and expands the skills, experience and expertise of the Board as a whole taking into account knowledge, professional experience, and qualifications, gender, age, cultural and educational background, and other factors that board might consider relevant and applicable from time to time for it to function effectively.

4. Monitoring:

The NRC is responsible for monitoring and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions.

The Committee shall:

- assess the appropriate mix of diversity, skills, experience and expertise required on the Board and assess the extent to which the required skills are represented on the Board,
- make recommendations to the Board in relation to appointments, and maintain an appropriate mix of diversity, skills, experience and expertise on the Board, and
- periodically review and report to the Board requirements, if any, in relation to diversity on the Board.

5. Responsibility and Review of the Policy:

The Committee will review this Policy periodically and recommend appropriate amendments to the Board in line with applicable provisions of law.
