



BOARD DIVERSITY **POLICY**

Version	Revision Date	Approved by	Date of Approval
1 st Version		Nomination & Remuneration Committee	12.11.2024

Introduction

This Board Diversity Policy (hereinafter referred to as “the Policy”) sets forth the approach to diversity of the composition of the Board of Directors (hereinafter referred to as “the Board”) of EIH Limited (“Company”) (herein referred to as “Company” or “We/Us/ Our”).

(“Company” includes the holding Company, subsidiaries, affiliates and Group Companies”).

Scope

The Board Diversity Policy has been formulated in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) and has been approved by the Nomination and Remuneration Committee of the Board of the Company pursuant to a resolution dated 12th November 2024.

The Policy is applicable to all the Board members of the Company.

Principles of the Policy

The Company acknowledges the benefits of a diverse Board and sees increasing diversity at the Board level as crucial to maintaining a competitive advantage. The inclusion of Executive, Independent, and other Non-Executive Directors is a key aspect of the diverse attributes desired by the Company. A truly diverse Board will incorporate and effectively utilize differences in skills, regional and industry experience, backgrounds, race, gender, and other distinctions among Directors. These factors will be considered in determining the optimal composition of the Board and, wherever possible, should be balanced appropriately. All Board appointments will be made based on merit, in accordance with this policy.

Attributes of directors

The following attributes must be considered when determining the optimal Board composition:

- **Board Diversity:** EIH Limited is committed to provide equal opportunity to all qualified persons without discrimination on the basis of gender, race, marital status, nationality, ethnic origin, sexual orientation, caste or religion in accordance with the applicable local, state and national laws and regulations. The same principles are applied while selecting a Board of Director. The Board aims to have at least one female Director, with a goal to ultimately achieve a representation of three women Directors.
- **Competency:** The Board should comprise of members with diverse educational backgrounds, expertise, and substantial experience in banking and finance, accounting and taxation, economics, legal and regulatory affairs, consumer industries, hospitality sectors, and other fields relevant to the company’s operations.
- **Independence:** The Board should include a balanced composition of Executive, Non-Executive Directors, and Non-Executive Independent Directors to emphasize a strong element of independence in the Board. Independent Directors are required to meet the criteria

stipulated in the Companies Act, 2013, Listing Agreements, along with EIH Limited's Governance Guidelines on Board Effectiveness regarding independence.

Role of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) holds the responsibility of overseeing the Board appointment process and recommending candidates for approval by the Board, while keeping in mind diversity perspectives, as set out in this Policy. The NRC is responsible for reviewing and evaluating Board composition, and it makes recommendations regarding the appointment or reappointment of independent directors in accordance with the requirements of the Companies Act, 2013 and Listing Regulations. The Policy shall be made available on the website of the company.

Review of the Policy

The Nomination and Remuneration Committee (NRC) shall review this policy from time to time.