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VINATI ORGANICS LIMITED

VINATI ORGANICS LIMITED

BOARD DIVERSITY POLICY

1. PURPOSE:

This Board Diversity Policy ('***Policy***') sets out the approach to diversity on the Board of Directors ('***Board***') of Vinati Organics Limited ('***VOL'***).

This Policy is formulated in accordance with 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 ("SEBI Listing Regulations") and Section 178 of the Companies Act, 2013.

2. SCOPE:

This Policy applies to the Board. It does not apply to employees generally.

3. POLICY STATEMENT:

VOL recognizes and embraces the importance of a diverse Board in its success. VOL believes that a truly diverse Board will leverage differences in thought, perspective, regional and industry experience, cultural and geographical background, age, ethnicity, race, gender, knowledge & skills including – expertise in financial, business, leadership, technology, Board service, strategy sales and marketing, environment social & governance ("ESG"), risk and cyber security and other domains, which will ensure that VOL retains its competitive advantage.

VOL believes that a diverse Board will contribute to the achievement of its strategic andcommercial objectives, including to:

- drive business results;
- make corporate governance more effective;
- enhance quality and responsible decision-making capability;
- ensure sustainable development; and
- enhance the reputation of VOL.

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4. ROLE OF THE NOMINATION AND REMUNERATION COMMITTEE (NRC):

The Nomination and Remuneration Committee (***'Committee'***) is responsible for reviewingand assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions.

The Committee will ensure that no person is discriminated against on grounds of religion, race, gender, pregnancy, childbirth or related medical conditions, national origin or ancestry, marital status, age, sexual orientation, or any other personal or physical attributewhich does not speak to such person's ability to perform as a Board member.

Accordingly, 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 diversityon the Board.

The Board shall have an optimum combination of executive, non-executive and independent directors in accordance with requirements of the Articles of Association of VOL, the Companies Act, 2013, SEBI Listing Agreement and the statutory, regulatory and contractual obligations of VOL.

The effective implementation of this Policy requires that shareholders are able to judge forthemselves whether the Board as constituted is adequately diverse. To this end, VOL shall continue to provide sufficient information to shareholders about the size, qualifications and characteristics of each Board member.

5. RESPONSIBILITY AND REVIEW:

The Committee will review this Policy periodically and recommend appropriate revisions to the Board.

6. REVIEW, AMENDMENTS & STATUTORY OVERRIDE:

The Committee shall review this Policy periodically and recommend necessary modifications to the Board.

In the event of any conflict, inconsistency, or contradiction between the provisions of this Policy and any statutory notification, circular, or amendment issued by SEBI, the Ministry of Corporate Affairs (MCA), or the Stock Exchanges (BSE/NSE), the applicable statutory provisions and SEBI Listing Regulations shall automatically prevail over this Policy with immediate effect.

Document History & Version Control

Version No.	Adopted / Approved By	Approval Date	Description / Summary of Changes
1.0	Board of Directors	May 10, 2014	Adoption of the original Board Diversity Policy pursuant to Regulation 19(4) of SEBI (LODR) Regulations, 2015.
2.0	Board of Directors	January 31, 2026	Periodic Review of Policy.

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