RBZ JEWELLERS LIMITED

BOARD DIVERSITY POLICY

Under section 178(3) of the Companies Act, 2013 read with Regulation 19(4) and Part D of Schedule II, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

RBZ Jewellers Limited
CIN: L36910GJ2008PLC053586
Registered Office:
Block-D, Mondeal Retail Park,
Near Rajpath Club, S.G.
Highway, Beside Iscon Mall,
Ahmedabad, Gujarat-380054, India

RBZ JEWELLERS LIMITED

POLICY ON DIVERSITY OF BOARD OF DIRECTORS

1. PURPOSE

As per the requirements under section 178(3) of the Act read with Regulations 19(4) and Part D of Schedule II, of the SEBI LODR Regulations and such other applicable regulatory provisions, the Nomination and Remuneration committee of RBZ Jewellers Limited ("**RBZ**" or "**Company**") is required to devise a policy for having diversity on the board of directors of the Company (the "**Board**"). The Policy on Diversity of Board of Directors (the "**Policy**") sets out a framework to achieve adequate diversity on the Board.

2. SCOPE OF APPLICATION

The Policy applies only to the members of the Board and not employees of the Company.

3. POLICY STATEMENT

RBZ Jewellers ltd recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, regional and industry experience, knowledge & skills including – expertise in financial, business, leadership, technology, board service, risk cyber security and other domains, which will ensure that RBZ Jewellers retains its competitive advantage.

RBZ Jewellers Limited believes that a diverse Board will contribute to the achievement of its strategic and commercial objectives, including to:

- Drive improved business performance and results.
- make corporate governance more effective.
- enhance quality and responsible decision-making capability.
- ensure sustainable development; and
- enhance the reputation of the Company.

The Nomination and Remuneration Committee ("Committee") is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions in accordance with the relevant laws.

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 diversity on the Board.

The composition of the Board shall be determined **pursuant to** the provisions of the Articles of Association of the Company, the **Companies Act, 2013**, the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, and other applicable statutory, regulatory and contractual requirements, so as to ensure an appropriate balance of skills, experience, independence and diversity on the Board.

4. INTERPRETATION

Any words used in this Policy but not defined herein shall have the same meaning ascribed to it in the Articles of Association of the Company and /or the Act or Rules made thereunder. In case of any dispute or difference upon the meaning/interpretation of any word or provision in this Policy, the same shall be referred to NRC and the decision of NRC in such a case shall be final.

5. AMENDMENTS AND REVIEW

This Policy will be reviewed by the NRC/ Board from time to time , as and when deemed appropriate and to comply with any regulatory requirements.

Any amendments to the Policy shall be subject to approval by the Board.

Version No.	Approving Authority	Issue/Review Date
1.	Board of Directors	16th June 2023
1.2	Board of Directors	14th May 2026

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