



POLICY ON BOARD DIVERSITY

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Version 7.0

Prepared by: Secretarial Department
Approved by: <Sijo Varghese> <Company Secretary>

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Document Contact Details

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Distribution List

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1. PURPOSE

In accordance with the Regulation 19(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”) CSB Bank Limited (“**Bank**”) has framed a formal policy on Board diversity which sets out a framework to promote diversity on Bank’s board of directors (“**Board**”) (“**Policy**”). This Policy sets out the approach to have diversity on the Board in terms of thought, experience, knowledge, perspective and gender, based on the Listing Regulations, the Banking Regulation Act, 1949, Companies Act, 2013 as well as other laws, rules and regulations applicable to the Bank.

2. VISION

The Bank recognizes the importance and benefits of having the diverse Board to enhance quality of its performance. This Policy shall provide a framework for leveraging the differences within the expertise of the Board while offering a broad range of perspectives that are directly relevant to the business.

3. EFFECTIVE DATE

This Policy has been adopted by the Board at its Meeting held on May 06, 2019 and the effective date of this policy is May 06, 2019.

4. POLICY STATEMENT

The Bank believes that a diversified Board will enhance the quality of the decisions made at the Board level by utilizing the different skills, qualification, professional experience, gender, knowledge, etc., of the members of the Board, necessary for achieving sustainable and balanced development. For appointments of persons to the 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. In this process, the NRC Committee and Board will take into consideration qualification, the expertise of the directors in various fields, which is in due compliance with the Banking Regulation Act 1949, other applicable laws, rules, regulations and other specific requirements of the Bank.

The total number of directors constituting the Board shall be in accordance with the Articles of Association of the Bank. The Board of the Bank shall have an optimum combination of executive and non-executive directors with at least one-woman director, however, the Bank shall always endeavour to bring in more women representation in the Board.

5. REVIEW OF POLICY

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

6. DISCLOSURE OF THE POLICY

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