



HEALTHCARE GLOBAL ENTERPRISES LIMITED

BOARD DIVERSITY POLICY

(Approved by the Board of Directors of the Company on May 22, 2018)



1. INTRODUCTION

The Board of Directors (“Board”) of HealthCare Global Enterprises Limited (“HCG” or “Company”) has decided to consider and formulate a policy on diversity of composition of the Board by the name Board Diversity Policy (“Policy”). The Policy sets out the approach to have diversity on the Board of the Company in terms of thought, experience, knowledge, perspective and gender in the Board, based on the applicable laws, rules and regulations of the Company. The basic essence of the Policy is to provide a framework for leveraging on the differences within the expertise of the Board, offering a broad range of perspectives that are directly relevant to the business.

2. POLICY STATEMENT & PURPOSE

The Company believes that a diverse Board will amongst others –

- a) Enhance the quality of decisions making;
- b) Ensure better business performance;
- c) Provide better corporate governance;
- d) Ensure sustainable development; and
- e) Enhance the reputation of HCG

HCG recognizes and embraces the importance of a diverse Board in its success. The Company believes that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will ensure that HCG retains its competitive advantage.

3. NOMINATION AND APPOINTMENT

The Nomination and Remuneration Committee (“the Committee”) is responsible for reviewing and accessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions.

While all Board appointments will continue to be made on merit, the Committee will consider the benefits of diversity (including but not limited to the attributes mentioned above) in identifying and recommending persons for Board membership, as well as in evaluating the Board and its individual members.

Accordingly, the Committee shall:



- a) Access the appropriate mix of diversity, skills, experience and expertise required on the Board and access the extent to which the required skills are represented on the Board;
- b) Make recommendations to the Board in relation to appointments and maintain an appropriate mix of diversity, skills, experience and expertise on the Board, and;
- c) Periodically review and report to the Board requirements, if any, in relation to diversity on the Board.

The Committee shall also review the Board Composition in terms of size of the Board, the composition of executive and non-executive directors and the composition of independent directors, each of which shall be in accordance with the requirements of the Articles of Association of the Company, the Companies Act 2013, the Listing Agreements and other statutory/regulatory requirements.

4. MONITORING, REVIEWING, TRACKING AND REPORTING

The Company shall provide sufficient information about this policy to its shareholders and provide information regarding the composition of the Board, the areas of expertise of each director and their qualification/ characteristic etc. The necessary disclosures about the policy and other details should be made as per the requirements of the Listing Agreement and The Companies Act, 2013.

This Policy shall be made available in the website of the Company.

The Committee shall review this Policy on a periodic basis and recommend revisions to the Board for consideration and approval.

5. 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 Companies Act, 2013 or Rules made thereunder.