

**POLICY ON BOARD DIVERSITY**

**MONEYVIEW LIMITED**

**(Formerly known as Moneyview Private Limited and Whizdm Innovations Private Limited)**

Approved by	Board of Directors
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Policy owner department	Compliance
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## POLICY ON BOARD DIVERSITY

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### INTRODUCTION

This Policy on Board Diversity (the ‘**Policy**’) sets out Moneyview Limited’s (‘**Company**’)<sup>1</sup> approach to ensuring adequate diversity in its Board of Directors (the ‘**Board**’) and is formulated by the Nomination and Remuneration Committee (“**NRC**”) of the Board and is compliant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘**SEBI LODR Regulations**’) and the Companies Act, 2013. This Policy shall come into force from the date of listing of equity shares of the Company on the stock exchanges.

The Policy applies to the composition of the Board.

### OBJECTIVE

The objective of this Policy is to ensure that the Board is fully diversified and comprises of an ideal combination of Executive and Non-Executive Directors, including Independent Directors, with diverse backgrounds, integrity and gender representation. The Company recognises and embraces the benefits of having a diverse Board which possesses a balance of skills, industry knowledge, experience, expertise and diversity of perspectives appropriate to the requirements of the business of the Company.

### OVERVIEW

The Company aims to enhance the effectiveness of the Board by diversifying its composition so that the Company gets the benefit out of such diversity in better and improved decision making. The composition of the Board shall ensure representation from:

- i. Individuals having varied skills / expertise / competencies for the effective functioning of the Board and Company;
- ii. Individuals having requisite qualifications, tenure, experience & age;
- iii. Appropriate mix of cultural, geographical and gender diversity;
- iv. Appropriate mix of independent and non-independent directors in accordance with the Companies Act, 2013 and SEBI LODR Regulations.

The Board shall have an optimum combination of executive, non-executive and independent directors in accordance with requirements of the Companies Act, 2013 (as amended or supplemented from time to time), SEBI LODR Regulations and any other statutory, regulatory and contractual obligations of the Company.

### Functional Diversity

- i. Appointment of directors to the Board should be based on the specific needs and business of the Company. Appointments should be done based on the qualification, knowledge, experience and skill of the proposed appointee which is relevant to the business of the Company.
- ii. Knowledge of and experience in domain area, as identified in the matrix approved by the NRC/Board from time to time, should be duly considered while making appointment of a Director on the Board .
- iii. While appointing Independent Directors, care should be taken as to the independence of the proposed appointee.
- iv. Directorship in other companies along with the time commitments of the candidate may also be taken into account while determining the candidature of a person.

### Stakeholder Diversity

The Company may also have directors on its Board representing the interest of any financial institution or any other person in accordance with the provisions of its articles of association and/ or any agreement between the Company and the nominating agency

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<sup>1</sup> Formerly known as ‘Moneyview Private Limited’ and ‘Whizdm Innovations Private Limited’.

## **ROLE OF NOMINATION AND REMUNERATION COMMITTEE**

The NRC shall, *inter alia*, be responsible for the following:

- i. assessing 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;
- ii. delineating and updating the skills/expertise/competence of the Board along with the names of directors who have such skills / expertise / competence as approved by the Board;
- iii. making recommendations to the Board in relation to the appointments, and maintain an appropriate mix of diversity, skills, experience and expertise on the Board by assessing whether each proposed appointee meets the requisite skills, expertise and competence mentioned in the matrix approved by the NRC;
- iv. for every appointment of an Independent Director, to evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description;
- v. periodically review and report to the Board requirements, if any, in relation to diversity on the Board; and
- vi. ensure that the proposed appointments / reappointments of Directors are in conformity with the Board approved policy on retirement / superannuation.
- vii. ensure that no person is discriminated against on grounds of religion, race, gender, pregnancy, childbirth or related medical conditions, ancestry, marital status, age, sexual orientation, or any other personal or physical attribute which does not speak to such person's ability to perform as a Board member.

While identifying suitable appointees for independent directorship, NRC may:

- i. use the services of an external agencies, if required;
- ii. consider candidates from a wide range of backgrounds, having due regard to diversity; and
- iii. consider the time commitments of the candidates.

## **ROLE OF BOARD**

Based on recommendation of the NRC, the Board will evaluate the candidate(s) and decide on the selection of the appropriate member.

## **REVIEW OF THE POLICY**

The NRC will review the policy from time to time and make recommendations on any required changes to Board for consideration and approval. The Board shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.

## **DISCLOSURES**

The necessary disclosure about the policy, if any, will also be made as per requirements of SEBI LODR Regulations and the Companies Act, 2013.