

PETRONET LNG LIMITED

POLICY FOR DIVERSITY OF THE BOARD



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1 INTRODUCTION

In accordance with the Regulation 19(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated this policy for Diversity of the Board of Directors of the Company.

2 SCOPE AND EXCLUSION

This Policy sets out the approach to diversity of the Board of Directors of the Company.

Any term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3 POLICY

The Board recognizes the importance of a diverse Board in its success with difference in thoughts, perspectives, knowledge, skills, regional and industry experience, age, gender and geographical background etc. This will help in achieving various strategic, commercial objectives, good corporate governance, quality decision making of the Company competitively at domestic as well as internationally.

The Nomination and Remuneration Committee (“the Committee”) is responsible for identifying the persons qualified to occupy Board positions. While all appointments to the Board will continue to be made on merit, the Committee will consider the benefits of diversity in identifying and recommending persons qualified to become Directors.

Further, the Committee will ensure that no person is discriminated 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 attribute which does not speak to such person's ability to perform as a Board member.

The Board shall have an optimum combination of executive, non-executive and independent Directors in accordance with requirements of the Articles of Association of the Company, the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other statutory provisions, if any.

This Policy shall come into effect from the date of approval by the Board of Directors.

The Policy shall be implemented as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time.

This Policy was approved by the Board of Directors at its meeting held on 15th May, 2019.

4. REPORTING AND DISCLOSURE

This Policy shall be disclosed on the Company's website.

5. AMENDMENT

In case there are any regulatory changes or other changes requiring modifications to the Policy, the Policy shall be reviewed and amended by the Board of the Company on the recommendation of the Nomination and Remuneration Committee of the Company. However, the amended regulatory requirements will supersede the Policy till the time Policy is suitably amended.