

RANDER CORPORATION LIMITED

Regd. Office : 14/15, Madhav-Kripa, Boisar Palghar Road, Boisar, Dist. Palghar,
Maharashtra.

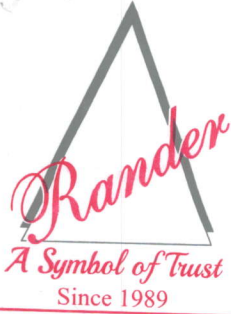
Admn. Office : Unit No. 35/B, Building No. 1, Ganjawala Shopping Centre, S.V.P. Road,
Borivali (W), Mumbai - 400 092. Tel. No. : 35729913

E-mail : info@randergroup.com • Website : www.randergroup.com
CIN No : L64203MH1993PLC075812

RANDER CORPORATION LIMITED

POLICY ON DIVERSITY OF BOARD OF DIRECTORS

[Pursuant to the provisions of regulation 19(4) read with sub para 3, Para A, Part D of
Schedule II of the Securities and Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations 2015 ("Listing Regulations")]



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POLICY ON DIVERSITY OF BOARD OF DIRECTORS

1) BACKGROUND

In terms of regulation 19(4) read with sub para 3, Para A, Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (“**Listing Regulations**”), the Board of Directors (“**the Board**”) of **RANDER CORPORATION LIMITED** has approved and adopted Policy on diversity of Board of Directors (“the policy”) on recommendations of Nomination & Remuneration Committee (the “NRC”) of the Company.

The Policy sets out the approach to have a diversity on the Board of the Company in terms of thought, experience, knowledge, perspective, gender, race, ethnicity or cultural background in the Board, in compliance with the applicable laws, rules and regulations applicable to the Company.

2) VISION

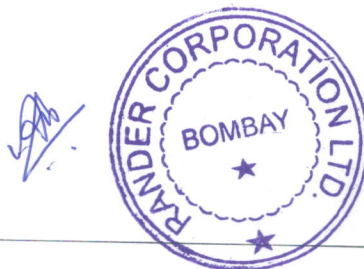
The Company recognizes and embraces the benefits of having a diverse Board to enhance the quality of its performance.

3) PURPOSE

This policy is largely framed to address the importance of a diverse Board in harnessing the unique and individual skills and experiences of the members in a way that collectively benefits the organization and the business as a whole. 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.

4) OBJECTIVE

Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, culture and educational background, ethnicity, professional experience, skills and knowledge. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.





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5) POLICY

The Company believes that a diverse Board will-

- Enhance the quality of decision making and ensure better business performance.
- Encourage diversity of perspectives thereby fuelling creativity and innovation.
- Complement and expand the skills, knowledge and experience of the Board as a whole.
- Provide for better Corporate Governance.

A diverse Board will include and make good use of the differences in the skills, knowledge, industry experience, background, gender, race, ethnicity, cultural background and other qualities of the individual members. All Board appointments will be done on merit, in the context of skills as required for the areas of our business operations, management and expertise in the fields of regulatory, legal, business development, human capital management, strategic planning, marketing and general administration.

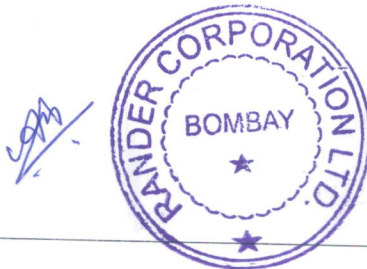
6) MONITORING AND REPORTING

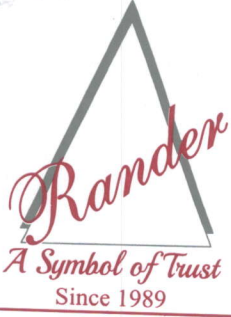
The Nomination and Remuneration Committee ("Committee") is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions in accordance with the relevant laws.

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 read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the statutory, regulatory and contractual obligations of the Company. The effective implementation of this policy requires that shareholders are able to judge for themselves whether the Board as constituted is adequately diverse. To this end, Company shall continue to provide sufficient information to shareholders about the size, qualifications and characteristics of each Board Member.

7) REVIEW OF THE POLICY

The Nomination and Remuneration Committee will review the Policy, from time to time, to ensure the effectiveness of the Policy. The Nomination and Remuneration Committee will discuss any revisions that may be required and recommend any such revisions to the Board for consideration and approval.





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8) AMENDMENT

Any change in the Policy shall be approved by the Board of the Company. 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.

In case any provisions of the Policy are contrary to or inconsistent with the provisions of the Companies Act, 2013, rules framed thereunder and Listing Regulations ("Statutory Provisions"), the provisions of the Statute(s) shall prevail.

9) DISSEMINATION OF THE POLICY

The Policy will be published on the Company's website for public information.

Effective Date: 30th May, 2025

Date of Approval by Board of Directors: 30th May, 2025

