

# BOARD'S DIVERSITY POLICY

## Background:

As provided in the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission through its notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 03 June 2018, every company listed with any stock exchange in Bangladesh shall have to have a policy on Board's Diversity; and the Nomination and Remuneration Committee (NRC) shall assist the Board of Directors in formulation of such policy. Accordingly, based on the recommendation of NRC, the Board of Directors of Doreen Power Generations and Systems Ltd. has adopted this Board's Diversity Policy.

## Definitions:

"Act" means the Companies Act, 1994 as amended from time to time.

"Code" means the Corporate Governance Code issued by Bangladesh Securities and Exchange Commission through its Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 as amended from time to time.

"Company" means Doreen Power Generations and Systems Ltd.

"Board" means Board of Directors of the Company.

"Employee" means employee of the Company.

"Independent Director" means the Independent Directors of the Company.

"Listing Regulations" means DSE and CSE Listing Regulations 2015 as amended from time to time.

"NRC" means Nomination and Remuneration Committee of Board of Directors of the Company.

## The Policy:

The Board of Directors of Doreen Power Generations and Systems Ltd. believes that Board's diversity enhance the quality of Board's performance and helps to realize the strategic objectives and go for sustainable development. The Board confers its great emphasis on ensuring broader diversity in its membership on the basis of age, gender, experience, ethnicity, educational background, nationality as well as on personal attributes to provide all round perspectives and insights for appropriate decision making.

NRC shall make recommendations for devising the Policy on Board's diversity and make assessments along with recommendations in maintaining a proper mix of Executive, Non-executive and Independent Directors. NRC shall periodically review the balance in its composition in regards to gender, age, educational background, ethnicity, professional experience, skills, knowledge and any other factors deemed relevant and/or applicable.

NRC shall ensure that in making its recommendation there will be no discrimination, directly or indirectly, on grounds of religion, ethnicity, cultural background, country of origin, nationality, marital status, gender, age, or disability which does not hinder a person's ability to function as a Board member.

NRC shall also ensure that composition of the Board meets the requirements of the Code and other applicable Rules and Regulations.

## Amendment and Disclosures:

Subject to the approval of the Board, NRC reserves its right to review and recommend for amending this Policy, as and when required, to ascertain its appropriateness as per the needs of the Company.

A summary of this Policy will be included annually in the Annual Report. This Policy will also be available on the company's website: [www.doreenpower.com](http://www.doreenpower.com)