



VODAFONE IDEA LIMITED
POLICY ON BOARD DIVERSITY

1.0 PURPOSE

The Policy on Board Diversity (“Policy”) sets out the approach for diversity of the Board of Directors (“the Board”) of Vodafone Idea Limited (“the Company”).

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

2.0 APPLICABILITY

This Policy applies to the Board of Directors of the Company.

3.0 POLICY STATEMENT

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

The Nomination and Remuneration Committee (“Committee”) of the Company has devised the Policy and is responsible for reviewing and assessing the composition and performance of the Board, as well as identify appropriate qualified persons to occupy the Board.

In designing the Board’s composition, Board diversity shall be considered from a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service.

The Board shall have an optimum combination of Executive, Non-Executive and Independent Directors including women Directors in accordance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board’s composition is disclosed in the Company’s Corporate Governance Report annually.

A diverse Board shall contribute to the achievement of the Company’s objectives including:

- Drive business results and strategic growth
- Ensure sustainable development and corporate governance
- Enhance quality and responsible decision making capability
- Enhance the reputation of the Company

4.0 REVIEW AND AMENDMENT

The Committee shall review this Policy periodically to ensure effectiveness of this Policy and recommend appropriate revisions to the Board for consideration and approval.