POLICY ON BOARD DIVERSITY

1. Purpose of this Policy:

This Policy on Board Diversity (the "Policy") sets out the Company's approach to ensuring adequate diversity in its Board of Directors (the "Board") and is devised in consultation with the Nomination and Remuneration Committee (the "Committee") of the Board.

2. Scope of Application:

The Policy applies to the Board of Ampvolts Limited (Formerly known as Quest Softech (India) Limited (the "Company").

3. Policy Statement:

The Company recognizes and embraces the benefits of having a diverse Board of Directors and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage in the complex business that it operates. It is recognized that a Board composed of appropriately qualified people with broad range of experience relevant to the business of the Company is important to achieve effective corporate governance and sustained commercial success of the Company. A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background, race, gender and other distinctions amongst Directors. These differences will be considered in determining the optimum composition of the Board and when possible, should be balanced appropriately.

The total number of directors constituting the Board shall be in accordance with the Articles of Association of the Company, the Companies Act, 2013, LODR regulations and the statutory, regulatory and contractual obligations of the Company.

All Board appointments are made on merit, in the context of the skills, experience, independence, knowledge and integrity which the Board as a whole requires to be effective.

In the process of attaining a diverse Board based on the aforementioned criteria, the following criteria needs to be assessed:

I. Optimum composition

a) The Board shall have an optimum combination of Executive and Non-executive Directors and not less than fifty per cent of the Board of Directors shall comprise of Non-executive Directors

b) At least half of the Board should comprise of Independent Directors (where the Chairman of the Board is Executive) or at least one-third of the Board should comprise of Independent Directors (where the Chairman of the Board is Non- executive) or at least half of the Board should comprise of Independent Directors (where the Chairman of the Board is Non-Executive Director and promoter of the Listed Entity or is related to any promoter).

c) The Company shall continue to have at least one-Woman Director on the Board to ensure that there is no gender inequality on the Board.

II. Functional diversity

a) Appointment of Directors to the Board of the Company should be based on specific needs and business of the Company. Appointment should be done based on the qualification, knowledge, experience and skill of the proposed appointee which is relevant to the business of the Company.

b) Knowledge and experience in domain areas such as Finance, Legal, Risk Management, Education sector, other Industry etc., should be duly considered while making appointments to the Board level.

c) While appointing Independent Directors, care should be taken as to the independence of the proposed appointee.

d) Directorships in other companies may also be taken into account while determining the candidature of a person.

4. Review of the Policy:

The Board and the Committee will review this Policy on a regular basis to ensure its effectiveness and also compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015and Companies Act 2013.

5. Disclosure of the Policy

This policy will be posted on the Company's website www.ampvolts.com. The necessary disclosure, if any, about the policy will also be made as per requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013.

****