

PRISM JOHNSON LIMITED

CIN : L26942TG1992PLC014033

Registered Office : 305, Laxmi Niwas Apartments, Ameerpet, Hyderabad – 500 016.

Corporate Office : “Rahejas”, Main Avenue, V. P. Road, Santacruz (West), Mumbai – 400 054.

Board Diversity Policy

Purpose

This Policy aims to set out the approach for achieving diversity of the Board of Directors (the “Board”) of Prism Johnson Limited (the “Company/Prism”) to leverage diversity to achieve its strategic objectives. This Policy shall be effective from October 1, 2014.

Policy Statement

The Company recognises the benefits of a Board that possesses diversity of perspectives appropriate to the requirements of the businesses of the Company.

The Company believes that the Board composition be based on merit that complements and expands skills, experience and expertise of the Board as a whole, taking into account relevant factors from time to time towards maintaining a diverse Board. These factors will be considered in determining the optimum composition of the Board and when possible, should be balanced appropriately. The Company’s policy is to leverage diversity to achieve its strategic objectives.

The Board aims to attract and maintain a Board which has an appropriate mix of Diversity related to gender, age, ethnicity, cultural, regional and industry experience, communication styles, interpersonal skills, education, functional expertise and problem solving skills to achieve its goals from time to time.

The Nomination & Remuneration Committee of the Board (‘the NRC’) reviews and assesses Board composition on behalf of the Board and recommends the appointment of new Directors. The NRC shall also oversee the conduct of the annual review of Board effectiveness.

- In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively.
- In identifying suitable candidates for appointment to the Board, the NRC will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.
- As part of the annual performance evaluation of the effectiveness of the Board, Board Committees and individual Directors, the NRC will consider the balance of skills, experience, independence and knowledge and the diversity representation on

the Board, including gender, how the Board works together as a unit, and other factors relevant to its effectiveness.

Measurable Objectives

The NRC will discuss and agree annually all measurable objectives for achieving diversity on the Board and recommend them to the Board for adoption. At any given time, the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

Review of the Policy

The NRC will discuss any revisions that may be required in the Policy from time to time and recommend any such revisions to the Board for consideration and approval.
