



Persistent

Board Diversity Policy

May 2023

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Purpose

This Board Diversity Policy is a guideline document that sets out the approach to diversity for the Board of Directors (the 'Board') of Persistent Systems Limited ('PSL' or 'Persistent Systems' or 'Company') to ensure an inclusive and diverse Board for optimal decision-making for the collective benefit of its stakeholders.

Scope

The Policy applies to the composition of the Board only and does not apply to diversity among employees of the Company.

Policy Statement

- \ Persistent Systems acknowledges and accepts the significance of diverse representation on the Board for better decision-making and its growth and success.
- \ Persistent Systems believes that a diverse Board must comprise individuals who bring with them, diverse capabilities, and points of view to the discussion, and in diversity across all aspects because it is the right thing, and the Board will ensure that the interests of the diverse group of people are protected.
- \ The diverse Board will be able to assess issues through a broader lens, through different perspectives, global experience, cultural and geographical background, age, ethnicity, gender, sexual orientation, knowledge & skills.
- \ The Board of Directors takes into consideration the following core skills / expertise / competencies while nominating the candidates to serve on the Board. This is only an indicative list. All board members need not possess all the skills:
 - Industry leadership experience, professional background, board service
 - Large-scale global operations and technology
 - Strategy and planning, sales and marketing, mergers and acquisitions
 - Financial, treasury management and taxation expertise
 - Environment, social, governance, compliance and audit purview
 - Risk and cyber security
- \ We believe that a diverse board will contribute to the achievement of its objectives including:
 - Effective corporate governance
 - Responsible decision-making capabilities
 - Positive business outcomes
 - Sustainable growth and reputation

Role of Nomination and Remuneration Committee

As per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the “Listing Regulations”) and such other regulatory provisions, as applicable, the Nomination and Remuneration Committee of the Company (the “NRC”) is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to take up Board positions.

The NRC will make sure that while selecting Board members, they will not be discriminated against, based on age, race, national origin, ethnicity, cultural and geographical background, gender, sexual orientation, religion, marital status, any medical conditions, or any other personal or physical aspect which does not in any way affect or influence a person’s ability to perform as a Board member.

The NRC will adhere to the following principles for achieving diversity of the Board:

- ∨ To ensure diversity on the Board, the NRC will consider candidates from a wide range of backgrounds, gender, sexual orientation, ethnicity, educational qualifications, skills, and core competencies of the Board.
- ∨ As per the provisions of the Companies Act, 2013, the Company shall at all times have at least one-woman director on the Board. Any vacancy of the woman director shall be filled as per the needs of the company at that time.

Review of the Policy

The NRC shall periodically review the composition of the Board in light of changing regulations, current challenges, needs of the Board, and the Company. The NRC shall discuss any revisions that may be required and recommend the same to the Board for consideration and approval.

Disclosure of the Policy

The Company shall disclose this Policy on its website (www.persistent.com). The necessary disclosures, if any, about the policy will also be made as per the requirements of SEBI (LODR) Regulations, 2015, and other applicable laws.

About Persistent

With over 22,750 employees located in 21 countries, Persistent Systems (BSE & NSE: PERSISTENT) is a global services and solutions company delivering Digital Engineering and Enterprise Modernization. We work with the industry leaders including 14 of the 30 most innovative companies as identified by BCG, 8 of the top 10 largest banks in the US and India, and numerous innovators across the healthcare and software ecosystems. As a participant of the United Nations Global Compact, Persistent is committed to aligning strategies and operations with universal principles on human rights, labour, environment, and anti-corruption, as well as take actions that advance societal goals.

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