

POLICY ON BOARD DIVERSITY

1. PURPOSE:

The Board of Diversity Policy sets out the approach to diversity on the Board of Directors' of BANGALORE SOFTSELL LIMITED.

2. VISION:

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

3. SCOPE:

This Policy applies to the Board of Directors of our Company. This Policy not applies to the employees generally.

4. POLICY STATEMENT:

BANGALORE SOFTSELL LIMITED recognizes and embraces the benefits of having a diverse Board, and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. 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 between Directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All Directors' appointments are made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective. The Nominations & Remuneration Committee ('the Committee') reviews and assesses Board composition on behalf of the Board and recommends the appointment of new Director's. The Committee also oversees 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 Committee 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 Committee will consider the balance of skills, experience, independence and knowledge of Barclays on the Board and the diversity representation of the Board, including gender, how the Board works together as a unit, and other factors relevant to its effectiveness.

5. Measurable Objectives:

Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, culture and educational background, ethnicity, professional experience, skills and knowledge. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

6. Review of the Policy:

The Remuneration and Nomination Committee will review the Policy, from time to time, to ensure the effectiveness of the Policy. The Remuneration and Nomination Committee will discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.

7. Disclosure of the Policy:

The Policy will be uploaded on the Company's website for public information.