

POLICY TO PROMOTE DIVERSITY ON THE BOARD OF DIRECTORS

OF

PRISTINE LOGISTICS & INFRAPROJECTS LIMITED

TITLE

This policy shall be called the 'Policy to Promote Diversity on the Board of Directors' ("**Board Diversity Policy**").

OBJECTIVE

Pristine Logistics & Infraprojects Limited (the "**Company**") is committed to deal with all stakeholders with full transparency and fairness, ensuring adherence to all laws and regulations and achieving highest standards of corporate governance.

Pursuant to Regulation 19(4) read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "**SEBI Listing Regulations**"), the Nomination and Remuneration Committee ("**NRC**") of the board of directors of the Company ("**Board**") is required to devise a policy on diversity of board of directors. In compliance with the SEBI Listing Regulations, the Company has formulated this Board Diversity Policy.

The Board Diversity Policy is framed to aid balanced decision-making by the Board, with the ability to propose, evaluate and implement effective management solutions by leveraging the unique individual experiences of directors to further the strategic and commercial goals of the Company and also to develop a transparent and merit-based process for the nomination, appointment, and evaluation of Directors.

DEFINITIONS

For the purpose of this Board Diversity Policy the following terms shall have the meanings assigned to them hereunder:

"**Board**" means the board of directors of the Company;

"**Board Diversity Policy**" / "**Policy**" means this policy, as amended from time to time;

"**Committee**" / "**NRC**" means the Nomination and Remuneration Committee of the Board;

"**Company**" or "**PLIL**" shall mean Pristine Logistics & Infraprojects Limited.

"**Companies Act**" means the Companies Act, 2013, read with the rules thereunder, as amended from time to time;

"**Director**" means a member of the Board; and

"**SEBI Listing Regulations**" means the Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time;

“Words and expressions used and not defined in this Board Diversity Policy shall have the meaning ascribed to them in the SEBI Listing Regulations, the Securities and Exchange Board of India Act, 1992, as amended, the Securities Contracts (Regulation) Act, 1956, as amended, the Depositories Act, 1996, as amended, or the Companies Act and rules and regulations made thereunder”.

BOARD DIVERSITY

The NRC shall consider the Board Diversity Policy, along with the Nomination and Remuneration Policy, in assessing the Board composition and making recommendation(s) to the Board for appointment of Director(s).

The Company recognises the benefits of having a diverse Board and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. The Company believes that a truly diverse Board will leverage differences in thought, perspective, knowledge, skills, regional and industry experience, cultural and geographical background, age, race and gender, which will ensure that the Company retains its competitive advantage. The Company further believes that a diverse Board will contribute towards driving business results, make corporate governance more effective, enhance quality, encourage responsible decision-making, ensure sustainable development and enhance the reputation of the Company.

The Committee shall ensure that the Board shall always have:

- a. have an optimum combination of executive, non-executive and independent and women director(s) in accordance with requirements of the Companies Act, SEBI Listing Regulations, the articles of association of the Company and other statutory, regulatory and contractual obligations of the Company.
- b. comprises individuals with diverse backgrounds, including expertise in finance, law, management, leadership, corporate governance, industry experience, and sustainability etc.
- c. encourages gender diversity, ensuring fair representation of women directors as required by the applicable law.
- d. includes members from varied cultural, geographical, and professional backgrounds, enabling a broader perspective in decision-making.
- e. directors representing the interest of any financial institution or any other person in accordance with the provisions of its articles of and/ or any agreement between the Company and the nominating agency.
- f. maintains a balance of skills and experience to enhance the Board’s effectiveness and governance standards.
- g. utilizes external agencies or professional search firms, if necessary, for identifying suitable candidates for Board appointments.

The Committee shall review the profile of the prospective candidates for appointment as Director(s) on the Board taking into consideration knowledge, skills, experience, financial

literacy/expertise, global market awareness, diversity and other relevant factors required on the Board to maintain a high level of ethical standards. The Committee and Board shall ensure fairness and non-discrimination in the remuneration, recruitment, and promotion of Directors.

REVIEW AND AMENDMENTS

The Committee shall review and may modify and/or amend the Board Diversity Policy at any time subject and make appropriate recommendations to the Board to ensure the effectiveness of the Board Diversity Policy, subject to the provisions of the SEBI Listing Regulations and the Companies Act and rules framed thereunder and any other applicable laws.

EFFECTIVE DATE

The Board Diversity Policy shall come into effect from the date of commencement of listing of the equity shares of the Company on recognised stock exchange(s) in India.

Version Control:

Sr. No.	Version No.	Date of approval
1	V1	May 23, 2026

For PRISTINE LOGISTICS & INFRAPROJECTS LIMITED



Company Secretary