

# BOARD DIVERSITY POLICY

## INTRODUCTION:

In accordance with Section 178 of the Companies Act, 2013, and the subsequent amendments and regulations, Cohizon Life Sciences Limited (erstwhile known as ‘Sajjan India Limited’) (the “Company”) has established a comprehensive policy on Board Diversity (hereinafter referred to as 'the Policy'). The primary objective of this policy is to delineate the strategy for achieving a diverse composition within the Board of Directors (hereinafter referred to as 'the Board').

The Policy serves as a guiding principle for determining the qualifications, positive attributes, and independence of a Director. It also provides a framework for matters concerning the appointment and removal of Directors. This policy is designed to ensure that the Board's composition accurately reflects the diverse nature of the business environment in which the Company operates.

The Policy is a testament to Company's commitment to fostering an inclusive and diverse Board, which we believe enhances decision-making and contributes to the sustainable growth of the Company. By embracing diversity, we aim to leverage the unique experiences, perspectives, and backgrounds of our Directors, thereby enriching discussions, challenging established thinking, and driving robust governance.

## VISION:

We are committed to fostering an environment where diversity is valued, respected, and encouraged. We strive to ensure that our Board is representative of the communities we serve and the markets in which we operate. We believe this approach enhances our performance and strengthens our reputation and relationships with our stakeholders.

## POLICY STATEMENT:

In its quest for sustainable and balanced growth, the Company acknowledges the critical role of board diversity in bolstering its strategic goals and long-term prosperity. The Company firmly advocates that a varied board composition is instrumental in effectively actualizing its vision. Upholding robust corporate governance principles across the organization is paramount, as well as ensuring equitable and transparent operations in all Company dealings. The Company is steadfast in its commitment to augment efficiency, effectiveness, and social responsibility by adhering to the pinnacle of professionalism, honesty, integrity, and ethical conduct.

The Company persistently scrutinizes and refines its existing systems and procedures to foster accountability and transparency. In compliance with the Companies Act, 2013, and other relevant laws, the Board of Directors, in consultation with the Nomination and Remuneration Committee (NRC), has established this Board Diversity Policy. This policy serves as a blueprint to ensure a transparent board nomination process, promoting diversity in thought, experience, knowledge, perspective, and gender within the Board.

## **BOARD COMPOSITION AND DIVERSITY:**

In shaping the Board's composition, the Company underscores the significance of merit-based appointments that enrich and diversify the collective skills, experience, and expertise of the Board. A multitude of factors are considered, including but not limited to gender, age, cultural and educational background, ethnic diversity, diversity of thought, professional experience, and proficiency in areas such as finance, global business, leadership, technology, mergers and acquisitions, strategy, sales and marketing, risk management and compliance, policy evaluation, culture building, stakeholder value creation, environmental, social, and governance (ESG) considerations, as well as risk and cybersecurity. The Board deems these factors pertinent in nurturing board diversity and accomplishing its objectives.

Periodically, the Company's board will evaluate the structure, size, and composition of the board, as well as the appointment of new directors, to ensure a balanced blend of skills, experience, and expertise that aligns with the Company's business requirements. This assessment will include the consideration of the advantages of diversity within the Board.

## **MEASURABLE OBJECTIVES:**

The Nomination and Remuneration Committee (NRC) of the Board holds the pivotal role of ensuring that the Board is equipped with the right amalgamation of skills, experience, and knowledge. In alignment with its terms of reference, the NRC is entrusted with the following responsibilities:

- i. The NRC is tasked with continuous assessment of the Board's composition, succession planning, talent cultivation, and the implementation of comprehensive diversity initiatives. This ongoing evaluation is crucial in maintaining a dynamic and effective Board that can adapt to the evolving needs of the Company.
- ii. The NRC is also responsible for the selection of competent candidates for appointment. This selection process is merit-based, taking into account the benefits of diversity in propelling the Company's success for the advantage of its shareholders. The selection also considers the skills, experience, background, independence, and expertise of the existing Board members to ensure a harmonious blend of talents and perspectives.
- iii. The Board is committed to maintaining an optimal balance of executive, non-executive, and independent directors. This balance is mandated by the Articles of Association of the Company, the Companies Act, 2013 ("Act"), and other relevant laws. The Board is dedicated to transparency and will make all necessary disclosures regarding the policy and related details in accordance with the applicable laws. The policy will also be readily available on the Company's website for easy access and reference.

## **EVALUATION, SUPERVISION, AND DOCUMENTATION:**

The Board, in partnership with the NRC, will undertake regular evaluations of the execution of this Policy, ensuring its effectiveness and relevance. At appropriate junctures, the Board will set quantifiable goals aimed at achieving a diverse representation. This strategic approach will not only ensure the policy's efficacy but also foster an environment that values and promotes diversity at the Board level.

The Board recognizes the importance of monitoring progress and will therefore implement a robust reporting system. This will allow for a comprehensive review of the policy's implementation, identifying any areas of improvement and ensuring that the set objectives are being met.

In this way, the will ensure that the policy is not just a document, but a living, evolving strategy that actively promotes and supports diversity within the Board. This dynamic approach will ensure that the policy remains effective and relevant, adapting to changing circumstances and needs.

#### **POLICY MODIFICATIONS AND UPDATES:**

In the occurrence of any inconsistency between this Policy and the prevailing laws, the latter shall take precedence. The NRC will periodically review this Policy as deemed necessary. The Company Secretary, in the capacity of Compliance Officer, is vested with the authority to modify this Policy in response to any statutory changes that necessitate such amendments. In alignment with the intent of this Policy and to promote the principles of sound corporate governance, the Board, in collaboration with the NRC, may also formulate additional rules and procedures as and when required.

This policy has been approved and implemented by the Board with immediate effect.

A handwritten signature in blue ink, appearing to read "Rajesh Kumar Srivastava", is written over a horizontal line.

Rajesh Kumar Srivastava, MD & CEO

Effective Date:- November 05, 2024

Revision No: 00