

Stakeholders' Relationship Committee

Terms of Reference ['ToR']

1. Objective:

The Stakeholders' Relationship Committee ("Committee") is constituted pursuant to and in accordance with the applicable provisions of Companies Act 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended from time to time.

The Committee reports to and is accountable to, the Board of Directors ('Board') of Cohizon Life Sciences Limited (erstwhile known as Sajjan India Limited) ("Company").

The objective of the Committee is to assist the Board with oversight of, inter-alia, the effective and efficient servicing and protecting the stakeholders' interest including but not limited to shareholders, debenture holders, other security holders and rating agencies, regulators, customers.

2. Scope:

The Committee shall act and have powers in accordance with these terms of reference and such other items as may be prescribed by applicable laws, which shall include the following:

- i. To oversee and address various aspects of the interests of all stakeholders, including shareholders, debenture holders, other security holders, customers, employees, vendors, and community partners. This includes addressing complaints related to transfer/transmission of shares, non-receipt of annual reports, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, employee grievances, vendor disputes, and community concerns.
- ii. To review the measures taken for effective exercise of voting rights by shareholders, and ensure transparency in decision-making processes that impact all key stakeholders, including the community and employees.
- iii. To review adherence to the service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent, as well as the quality of service and interaction with customers, vendors, and other business partners, ensuring high satisfaction levels.
- iv. To review various measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants, annual reports, and statutory notices by all stakeholders of the Company, including employees and other partners.
- v. To review engagement programs with investors, proxy advisors, and other relevant stakeholders, and to oversee investor movement (share register), as well as engagement with employees, customers, and communities, ensuring effective communication, transparency, and trust.
- vi. To review engagement with rating agencies (financial, ESG, etc.) and stakeholders such as regulators, community leaders, and media outlets to ensure accurate representation of the Company's activities, performance, and social responsibility efforts.

- vii. To oversee statutory compliance relating to all securities issued, including but not limited to dividend payments, transfer of unclaimed dividend amounts/unclaimed shares to the IEPF, as well as regulatory and compliance matters concerning employee welfare, labor laws, vendor payments, and environmental/social obligations.
- viii. To suggest and drive the implementation of various stakeholder-friendly initiatives, including community outreach, employee engagement, customer satisfaction, and vendor relationships, fostering trust, transparency, and collaboration with all relevant groups.
- ix. To approve and register transfer and/or transmission of securities, issuance of duplicate security certificates, issuance of certificates on rematerialization, and to carry out other related activities, along with resolving disputes or grievances raised by other stakeholders such as employees, vendors, or community partners.
- x. To carry out any other function as referred by the Board from time to time or enforced by any statutory notification, amendment, or modification as may be applicable, including any matter impacting the broader interests of all stakeholders, not limited to security holders.

3. Constitution of the Committee:

- 3.1. The Committee shall consist of persons as its members:
 - i. Managing Director and Chief Executive Officer
 - ii. Chief Financial Officer
 - iii. Chief Human Resources Officer
 - iv. Chief Supply Chain Officer
 - v. Company Secretary
 - vi. Vice Presidents – Commercial
 - vii. 1 Senior Director -Finance
- 3.2. The Managing Director and Chief Executive Officer shall be the Chairperson of the Committee. In the absence of the Chairperson, the C-suite employees present shall elect one of them to chair the meeting.

4. Secretary:

- 4.1. The Company Secretary and in his/her absence their delegate shall act as secretary to the Committee.

5. Meetings and Quorum:

- 5.1. The Committee shall meet as often as needed but not less than once in six months. The meetings of the Committee shall be conducted in the physical presence of the members and / or by any other electronic mode, as per the provisions laid down in the Companies Act, 2013 and the rules made thereunder.
- 5.2. The quorum for a meeting of the Committee shall be either two members or one third of the members of the committee, whichever is higher, including at least one C-suite employee in attendance.

5.3. Any other individual may be invited with the permission of the Chairperson to attend all or any part of any meeting when appropriate. In addition, when the Company has an engagement with an external adviser or consultant, such an adviser or consultant may also be invited to attend the Committee meeting(s).

6. Notice

- 6.1. Meetings of the Committee shall be called by the Secretary or their delegate as the case may be at the request of the Chairperson or any of its members.
- 6.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Committee and any other person invited to attend at least 2 (two) working days before the meeting.
- 6.3. The meeting of the Committee can be convened at shorter notice if majority of the members of the Committee have consented to the same.

7. Minutes

- 7.1. The Secretary or their delegate shall minute the proceedings and decisions of all the meetings of the Committee
- 7.2. Draft minutes will be circulated to members of the Committee for approval and, following approval, to the Board.

8. Reporting:

- 8.1. The Committee will report to the Managing Director & CEO on its proceedings after each meeting, identifying any matters arising in the meeting or within the remits of the Committee. The Managing Director & CEO may further accordingly intimate and seek advice from the Board for such matters as he may deem necessary.

9. Review of Committee Charter:

- 9.1. The adequacy of this Charter shall be reviewed and reassessed by the Committee, periodically and appropriate changes shall be made to update the Charter based on the changes that may be brought about due to any regulatory framework or otherwise.

These terms of reference have been approved and implemented by the Management with immediate effect.



Rajesh Kumar Srivastava, MD & CEO

Effective Date:- September 16, 2024

Revision No: 01