

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

(Disclosure under Regulation 25 & 46 of SEBI (LODR) Regulations, 2015)

Preface

The Schedule IV of the Companies Act, 2013 and Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**the Listing Regulations**”) mandates the Company to familiarize the Independent Directors with the Company. The Company familiarizes the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the Industry in which the Company operates, business model of the Company, etc., through various programmes by way of presentations/interaction.

Objective of the Programmes

The objective of the familiarization programme is to enable the Independent Directors to understand the Company, the operations, business, industry and environment in which it functions and the regulatory environment applicable to facilitate their active participation in various Board and Committee Meetings.

Familiarization Process

The Company has Four Independent Directors:

1. Mr. Aseem Dhru
2. Ms. Aparna Sharma
3. Ms. Esha Achan
4. Maj. Gen. Sharabh Pachory VSM (Retd.)

The members of the Board of Directors have complete access to information within the Company. The Company from time to time updates the Board Members about their roles and responsibilities in the following manner:

1. At the time of inducting a newly appointed Director, including Independent Director, discussions are held with the official(s) of the Company including the Executive Chairman, Managing Directors, Group Chief Financial Officer, Members of Senior Management & Company Secretary to familiarize the Director with the business model, operational aspects, management structure and other information about the Company. The new inductee is also appraised on the ongoing discussions at the Board meetings to enable him/ her to effectively participate at the Board meetings.
2. At the time of joining, an appointment letter is issued to the Independent Directors, which broadly outlines their statutory duties, roles, responsibilities as an Independent Director. The Independent Directors are also informed of the important policies of the Company including the Directors and Officers liability and Company insurance policy, Code of Conduct for Independent Directors, Code of Ethics for Directors, KMP and Other Members of Senior Management, Code of Conduct to Regulate, Monitor and Report Trading by Designated person and immediate relatives.


ROSSARI BIOTECH LIMITED


(An ISO 9001:2015 & 14001:2015 Certified Company), CIN: L24100MH2009PLC194818

Regd. Office : 201 A - B, 2nd Floor, Akruti Corporate Park, L.B.S Marg, Next to GE Gardens, Kanjurmarg (W) Mumbai - 400078, India. T : +91-22-6123 3800 F : +91-22-2579 6982

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T : 0260-669 3000

: Plot No. D3/24/3, Opposite ATC Tyre Phase III, G.I.D.C Dahej, Village Galanda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T : +91 2641-3505 03

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The Company keeps all its Directors updated on the operations of the Company and key Developments which may impact the Company, its performance and its human resources through presentations made at the meetings of Board or otherwise by the Managing Director of the Company from time to time. Such presentations, inter alia, include details of the industry in which Company operates, performance of the Company, updates on products of the Company, Company plans and strategies budgets, risk management mechanism, mitigation plans, investments plans, capital expenditure plans, expansion plans, opportunities of Mergers and Acquisition, HR policies, management and succession planning, Corporate Social Responsibility Initiatives, investor grievances, performance of the subsidiaries, and such other information as may be required by them. The Board members are updated on various regulatory and other amendments and developments.

The Company arranges visit for Directors to the manufacturing facilities of the Company, as and when required, to enable them to better understand the manufacturing and operations process at such facilities.

Business / Functional Heads and Company executives are invited at the Board or Committee meetings, as and when required, to provide a platform for interaction with the Company's key executives with the Directors and also to enable them to better understand the business and operations of the Company.

Details of familiarization programs attended by our Independent Directors during the year 2023-24

In terms of above, the Company conducted the following familiarisation programmes for its Independent Directors. The Programmes were part of the Board/Committee Meetings held during the Financial Year 2023-24:

- Company's operations and Strategy and annual budget of the Company;
- Business Overview;
- CSR strategy framework;
- Updates on Subsidiaries;
- Statutory Compliance;
- Regulatory updates at Board and Audit Committee Meetings;
- Expansion Plan(s);
- Investor Grievances, etc.

Name of the Directors	No. of Programme / Meeting attended by the Independent Director		Number of hours spent by Independent Directors	
	During the year ended 31.03.2024	On a cumulative basis	During the year ended 31.03.2024	On a cumulative basis
Aseem Dhru	10	26	6	32
Aparna Sharma*	9	9	5	5
Esha Achan [#]	2	2	2	2
Goutam Bhattacharya [@]	10	26	4	32
Meher Castelino ^{\$}	5	26	3	32
Maj. Gen. Sharabh Pachory VSM (Retd.)	10	26	6	32

*Ms. Aparna Sharma (DIN: 07132341), was appointed as the Independent Director of the Company with effect from 29th April, 2023.

[#]Ms. Esha Achan (DIN: 10350369), was appointed as the Independent Director of the Company with effect from 21st October, 2023.

[@]Mr. Goutam Bhattacharya (DIN: 00917357), ceased to be the Independent Director of the Company with effect from close of business hours of 05th December, 2023.

^{\$}Ms. Meher Castelino (DIN: 07121874), ceased to be the Independent Director of the Company with effect from close of business hours of 03rd July, 2023.


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