

MR. VIMAL MEHTA

Non-Executive Independent Director- Rama Vision Limited

Mr. Vimal Mehta joined the Board of Directors of Rama Vision Limited as an Additional Director (in the capacity of Non-Executive & Independent Director) on 10th August, 2022 upto the date of Annual General Meeting held on 28.09.2022 and appointed as an Independent Director at the Annual General Meeting for a term of 5 years from the date of Annual General Meeting.

Mr. Vimal Mehta have rich experience of over 42 years in the manufacturing Industry of Plastic Tube used for tarpaulin liners, over 08 years in Paper Industry, over 15 years in the global aquaculture industry, an extensive experience in growing fish and in other aspects of aquaculture.

He is renowned co-founder of R.S Polymers, established in thr year 1988, Govt. recognized consultant & manufacturer under Pradhan Mantri Matasya Sampada Yojana by National Fisheries Development Board, Ministry of FAHD, Govt. of India, the leading manufacturer and supplier of Aquaculture Tanks, PVC Geomembrane & Steel Biofloc Tank and much more.

Other Details:

Father's Name	:	Late Sh. Jagdish Chander Mehta
Date of Birth	:	10.09.1955
Residential Address	:	House No. BN-85, West Shalimar Bagh, North West Delhi- 110088



RAMA VISION LIMITED

RVL/SECT/2022

September 29, 2022

To,
Mr. Vimal Mehta (DIN: 00206202)
BN-85, West Shalimar Bagh
North West Delhi- 110088

Subject: Appointment as Non- Executive Independent Director

Dear Sir,

We are pleased to inform you that the members of the Company, at its 33rd Annual General Meeting held on 28th September, 2022, have passed the resolution for your appointment as Non-Executive Independent Director of the Company pursuant to the provisions stated under the Companies Act, 2013 (Act).

As per the requirements of the Act, the above is being formalized through this letter of appointment.

This letter sets out the terms of your appointment as an Independent Director. The terms of your appointment, as set out in this letter, are subject to the extent provisions of the:

- I. Applicable laws, including the Act and SEBI (LODR) Regulations, as amended from time to time and;
- II. Articles of Association of the Company.

1. Appointment and terms thereof

- a) Your appointment as a non-executive Independent Director on the Board of Directors (Board) of the Rama Vision Limited (the Company) will be for an initial term of five (5) years and shall take effect from 10.08.2022, unless terminated earlier or extended, as per the provisions of this letter or applicable laws. The word "term" should be construed as defined under the Act and the SEBI (LODR) Regulations.
- b) As an Independent Director, you will not be liable to retire by rotation.
- c) Re-appointment for the second term shall be based on recommendation of the Nomination & Remuneration Committee and subject to approval of the Board and the Shareholders. Your re-appointment would be considered by the Board, based on the outcome of the performance evaluation process and your continuing to meet independence criteria.

2. Committees

- a) The Board may, if it deems fit, invite you for being appointed on one or more existing Board Committees or any such committee that may be set up in the future. Your appointment on such committee(s) will be subject to the applicable regulations.
- b) You are expected to attend Board Meetings, Committee Meetings, to which you may be appointed and shareholder's Meetings and to devote such time to your duties as deemed



required under the applicable laws.

- b) The Company may include in its Annual Accounts a note of any material interest that a Director may have in any transaction or arrangement that the Company has entered into. Such interest should be disclosed no later than when the transaction or arrangement comes up at a Board meeting so that the minutes may record your interest appropriately and our records are updated. A general notice that you are interested in any contracts with a particular person, firm or company is acceptable.

7. Confidentiality

It is accepted and agreed by you that you will not disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.

8. Code of Business Conduct

You will follow the Company's Code of Business Conduct and furnish an annual affirmation of the same. You will apply the highest standards of confidentiality, and not disclose to any person or company (whether during the course of the tenure as Independent Director or at any time after its cessation), any confidential information concerning the Company and any Group Companies with which you come into contact by virtue of your position as a Director, except as permitted by law or with prior clearance from the Chairman or Company Secretary.

9. Prohibition on Insider Trading

You are required to comply with the Company's Insider Trading Code of Conduct and the requirements under the Companies Act, 2013 and SEBI Regulations, which inter-alia requires that price-sensitive information is not used or transmitted and maintained securely. You should not make any statements that might risk a breach of these requirements without prior clearance from the Chairman or Company Secretary.

10. Independence

The Board of Directors of the Company inter alia has given due consideration to your declaration of being qualified as 'independent' in accordance with the provisions of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. You are expected to continue to be qualified as 'independent' during your tenure and provide periodic declaration to the effect as required by regulations. You will be identified as 'Independent Director' in the annual report and other documents and publications of the Company. If circumstances change and you believe it may not be possible for you to retain your independence you should discuss this with the Chairman as soon as practicable.

11. Induction and Development

The Company shall, if required, conduct formal induction program for its Independent Directors. The Company shall, as may be required, support Directors to continually update their skills and knowledge and improve their familiarity with the Company and its business. The Company will fund/arrange for training through familiarization program for training on all matters which are common to the whole Board.



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12. Evaluation Process

Your performance evaluation shall be done by the Board of Directors annually, without your participation. You will participate in reviewing the performance of non-independent directors and the Board as a whole, performance of the Chairperson and other independent directors.

13. Termination

Your Directorship on the Board of the Company shall terminate or cease in accordance with law. Apart from the grounds of termination as specified in the Act, your Directorship may be terminated for violation of any provision of the Code of Conduct and Articles of Association of the Company.

You may resign from the Directorship of the Company by giving a notice in writing to the Company stating the reasons for resignation. The resignation shall take effect from the date on which the notice is received by the Company or the date, if any, specified by you in the notice, whichever is later.

If, at any stage during the Term, there is a change that may affect your status as an Independent Director as envisaged in Section 149(6) of the Act, or if applicable, you fail to meet the criteria for "Independence" under the provisions of Regulation 16 of the SEBI Listing Regulations, 2015, you agree to promptly submit your resignation to the Company with effect from the date of such change.

14. General

All the terms as mentioned above including your re- appointment, remuneration, professional conduct, role and functions, duties and evaluation shall be governed by the Companies Act, 2013 and Rules made thereunder and Corporate Governance requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Yours Sincerely,

For RAMA VISION LIMITED


SATISH JAIN

(Chairman and Managing Director)



AGREE AND ACCEPT

I have read and understood the terms of my appointment as an Independent Director of the Company and I hereby affirm my acceptance to the same.


