

## **CORPORATE DIVERSITY POLICY**

### **Purpose**

This Corporate Diversity Policy (the “**Policy**”) sets forth Rogers Sugar Inc.’s (“**Rogers**”) approach to achieving and maintaining diversity (including gender diversity) on its board of directors (the “**Board**”) and its executive management team (the “**Executive Team**”).

### **Commitment to Diversity**

Rogers acknowledges, values and embraces the benefits of diversity among any corporate leadership team and workforce, which include increased ideation and innovation and more balanced, thoughtful and effective governance and decision-making. Rogers further acknowledges that diversity is essential to the strength, adaptability and ultimate success of any corporation navigating this increasingly complex and ever-changing global marketplace.

For years, Rogers has been committed to workplace diversity and inclusion. A diverse working population brings with it cultures and ideas that can benefit and strengthen the workforce. Rogers aspires to be a workplace that embraces minority groups and ensures that employees are treated equally, with respect, dignity and courtesy at all times. Rogers is an equal opportunity employer. Each of Rogers and its subsidiaries oppose any form of unlawful discrimination, which may include but is not limited to, discrimination on the basis of race, national or ethnic origin, skin colour, religion, gender identity or gender expression, sexual orientation, religious or political beliefs, disability and impairment or marital status.

Rogers’ commitment to diversity on its Board and Executive Team is a further reflection of its respect for and appreciation of the varied perspectives, values, concerns and experiences of its diverse stakeholders.

### **Policy Statement**

A truly diverse Board and Executive Team will include and make good use of differences in the skills, competencies, knowledge, regional and industry experience, gender, race, and other differences between its members. Each of the Environmental, Social and Governance Committee (the “ESG Committee”) and the Board will consider such differences as part of its determination of the optimal composition of its Board and Executive Team, as well as its identification and nomination of candidates. In all circumstances, appointments to the Board or the Executive Team are based on merit, in the context of the skills, experience, education, independence and knowledge required of an effective Board and Executive Team, with due regard for the benefits of diversity.

### **Objectives**

The ESG Committee reviews and assesses Board composition on behalf of the Board and has as part of its mandate the recommendation to the Board of qualified director candidates. Such Committee is also responsible for the periodic evaluation of the Board’s effectiveness. The Board otherwise makes appointment decisions in respect of Rogers’ Executive Team.

Each of the Board and the Committee will discuss and agree annually on all measurable objectives for achieving diversity on the Board and the Executive Team. At any given time, the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

In keeping with the spirit of this Policy, Rogers is committed to maintaining a Board composition in which women comprise at least 30% of the Board.

Additionally, while Rogers has not at this time adopted specific targets in respect of women or other diverse groups on the Executive Team, due to the small size of such group, Rogers recognizes that diversity is an essential consideration in the identification and selection process for Executive Team positions and intends to implement proactive steps to increase diversity at the Executive Team level in this regard.

### **Implementation Measures**

To support increased diversity at the Board and Executive Team levels, Rogers will implement or continue to implement, as the case may be, the following measures:

- In reviewing Board and Executive Team composition, as well as succession planning, each of the Committee and the Board will consider the benefits of diversity and the diversity of the members of each such group.
- In identifying candidates for appointment to the Board or the Executive Team, the Committee and the Board will consider merit against objective criteria with due regard to the benefits of diversity.
- In order to support Rogers' specific objective in respect of gender diversity, the Committee will consider and monitor the level of representation of women on the Board and ensure that women are included on its short list of candidates to be considered for a position on the Board.
- In an effort to increase the representation of women and other diverse groups on the Board and the Executive Team, the Committee or the Board, as the case may be, will consider engaging professional external advisors and consultants to assist in conducting its respective searches for qualified candidates. Any such external advisors or consultants will be made aware of this Policy and will be instructed to conduct their searches with due regard to the benefits of diversity.
- Each of the Committee and the Board will meet, on an annual basis, to review the effectiveness of the Board and the Executive Team, as applicable, the level of diversity on the Board and the Executive Team and the impact of such diversity on their respective effectiveness. At the same meeting, each of the Committee and the Board will review and consider the effectiveness of this Policy in increasing diverse representation on the Board and the Executive Team.

### **Review**

On an annual basis, the Committee, in consultation with the Board, will review this Policy and discuss any revisions that may be required to ensure its effectiveness, as well as to ensure it remains responsive to global marketplace issues and aligned with evolving corporate governance and diversity practices among other issuers. Any such required revisions will then be recommended to the Board for approval.