

FAMILIARIZATION PROGRAMME

The regulation 25(7) of the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015 (“LODR Regulations”), read with Schedule IV of the Companies Act, 2013 mandates the Company to familiarize the Independent Directors with the Company, their roles, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. through various programmes.

The Independent Directors of the Company are given every opportunity to familiarize themselves with the Company, its management and its operations so as to understand the Company, its operations, business, industry and environment in which it functions.

1. OBJECTIVE:

The programme aims to provide insight into the Company to enable the Independent Directors to understand its business and operations in depth and contribute significantly to the growth of the Company.

2. PROCESS:

- ✓ The Company shall through its Executive Directors/Senior Managerial Personnel conduct programs/presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;
- ✓ Such programs/presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company’s strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and such other areas as may arise from time to time;
- ✓ The programs/presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities at the time of their appointment / re- appointment through a formal letter of appointment which also stipulates the various terms and conditions of their engagement.
- ✓ The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time; and

- ✓ The Company may conduct an introductory familiarization program/presentation, when a new Independent Director comes on the Board of the Company to discuss the functioning of the Board and the nature of the operation of the Company's business activities.

3. FAMILIARIZATION PROGRAMME:

This programme will be conducted on "need-basis" during the year. The Company also issues appointment letter to the Independent Directors which also incorporates their role, Duties & responsibilities.

4. INITIATIVES FOR INDUCTION ON JOINING THE BOARD OF THE COMPANY

The New Director will be welcomed to the Board of the Company by sharing the following documents of the Company for his / her references:

- ✓ Formal letter of appointment as Director of the Company.
- ✓ Memorandum of Association and Articles of Association of the Company.
- ✓ Annual Reports of last three consecutive years.
- ✓ Criteria of Independence applicable to Independent Directors as per Regulation 16 of (LODR) Regulations, 2015 and Companies Act, 2013.
- ✓ Code of Conduct for Directors and Senior Managerial Personnel.
- ✓ Code of Conduct for Prevention of Insider Trading.
- ✓ Note on Directors roles, functions, duties, responsibilities and liabilities of Independent Directors under the Companies Act, 2013 and Regulation 25 of (LODR) Regulations, 2015.
- ✓ Policy Handbook of the Company comprising of policies on various business aspects and practices.
- ✓ Organizational Chart of the Company and the profile of all the Directors and the Senior Managerial Personnel of the Company.
- ✓ List of Contact details of the Directors, Senior Managerial Personnel .
- ✓ Board evaluation process and procedures.

5. FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

- ✓ The Company through its Managing Director / Executive Director/Key Managerial Personnel will conduct programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- ✓ Such programmes /presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- ✓ The programmes/presentations also familiarises the Independent Directors with their roles, rights and responsibilities.
- ✓ When a new Independent Director comes on the Board of the Company, a meeting will be arranged with the Managing Director & Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.

6. DISCLOSURE OF THE POLICY:

- ✓ This policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.
- ✓ Familiarization programme will be conducted "as needed" basis during the year.
- ✓ As and when familiarization programme is conducted, the same will be disclosed on the website of the Company.

7. REVIEW / AMENDMENT OF THE PROGRAMME:

- ✓ The Nomination and Remuneration Committee shall monitor and periodically review the familiarisation programme and approve changes, if any.
- ✓ The Board of Directors and Company Secretary are jointly/severally authorised to amend this programme to give effect to any changes/amendments notified by the Ministry of Corporate Affairs or SEBI. The amended programme shall be

placed before the Nomination and Remuneration Committee for noting and ratification.