FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

- **Preamble**

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") the Company is required to familiarize its Independent Directors through various programmes about the Company, including the following:

a. nature of the industry in which the company operates;

b. business model of the company;

c. roles, rights, responsibilities of independent directors; and

d. any other relevant information.

- **Purpose and Objective**

The familiarization programme is structured to assist the Independent Directors to understand the Company and its business so as enable him in effective discharge of his duties.

- **Overview of the Familiarization process**

At the time of the Appointment:

At the time of the appointment, the Independent Directors are informed about their roles and responsibilities and are given an overview of the Company & its affairs.

Further, after the appointment, Independent Director are inter-alia provided with copies of the following documents / information:

A) Memorandum of Association and Article of Association.

B) Annual Reports of the Company;

C) Criteria of Independence applicable to Independent Directors as per the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013;

C) Copies of code of conduct and Ethics for Board Members, Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Handling of Price Sensitive Information for Legitimate Purposes and other policies;

D) The Board members are provided with internal policies to enable them to familiarize with the Company's procedures and practices;

Regular Familiarization modules:

A) Presentations on the business and performance of the Company are made at the Board Meetings to familiarize the Independent Directors with the strategy, operations and functions of the Company.

The Programme aims to provide insights into the Company to enable the Independent Directors to be in a position to take well-informed timely decisions and contribute significantly to the Company.

B) Board Members are promptly updated on any change and new development with regard to relevant regulatory requirement such as SEBI regulations, Companies Act etc.

C) Familiarization programmes are also proposed to be conducted on need basis during the term of the directors.

D) The Board members are also made aware about the compliances applicable on the Company by way of quarterly compliances report.

E) Independent Directors have the freedom to interact with the Company's management during the Board/ Committee of Directors meetings or otherwise.

F) Need Based training is provided to the Board Members on various matters. The Board Members based on their requirement attend various seminars, conferences, training programmes from time to time.

G) The Board members are also encouraged to advise the Company to adopt further programmes for their familiarization with the Company.

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