



## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

### **1. PREAMBLE:**

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 their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company through various programmes by way of presentations/interaction.

### **2. OBJECTIVES:**

- To adopt a structured programme for orientation and training of Independent Directors at the time of their joining so as to enable them to understand the Company - its operations, business, industry and environment in which it functions and the regulatory environment applicable to it.
- To update the Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.
- To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in various Board and Committee Meetings.
- To appraise Independent Directors about the Business about their role, responsibilities in the company to enable them to make effective contribution and discharge their functions as a Board member.

### **3. FAMILIARISATION 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.
- The program essentially has two broad components –technical and behavioral.
- The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in Company.
- The behavioral component shall empower the participants to understand board procedures and help them to be effective in board activities.
- The Program also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for



fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large.

- The program shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.
- 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.
- The Company may conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.

#### **4. ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS:**

- At the time of their appointment, new Directors are provided with a copy of the Company's Constitutional Documents, Annual Report, Code of Conduct and other Policies along with a presentation covering the business of the Company, Governance Structure, various Laws and Regulations applicable to the Company along with a summary of its Material Contracts and Agreements.
- Independent Directors are also issued an Appointment Letter incorporating the roles, duties and responsibilities, remuneration, insurance cover, professional conduct, training sessions and obligations on disclosures.
- Meetings with Key Managerial Personnel is arranged in order to give a detailed overview about the business/Company.
- The new Director is also encouraged to visit the Project Sites to familiarize themselves with the operations and other aspects.

#### **5. UPDATION ON A CONTINUING BASIS:**

- At various Board Meetings during the year, presentations are made to the Board on various business matters including Financial Statements, Budget(s), Activities and Performance, Risk Management, Internal Audit, Valuation and Investor related issues, Compliances.
- Independent Directors have the freedom to interact with the Company's management team, the Statutory and Internal Auditors and other consultants / advisors appointed from time to time.
- Apart from these, there could be additional meetings or sessions on demand on specific topics.



## **6. DISCLOSURE OF THE POLICY:**

This Policy shall be uploaded on the Company's website for public information and web link for the same shall also be provided in the Annual Report of the Company.

## **7. REVIEW**

The Board will review this programme and make revisions as may be required from time to time.

### **DETAILS OF FAMILIRISATION PROGRAMMES ATTENDED**

<b>Independent Directors</b>	<b>Number of programmes / Meeting attended</b>		<b>Number of Hours Attended</b>	
	<b>FY 2024-25</b>	<b>Cumulative till FY 2024-25</b>	<b>FY 2024-25</b>	<b>Cumulative till FY 2024-25</b>
Mrs. Sudha Damodar	6	8	3.5	5.5
Mr. Rajesh Ranjan	6	7	3.5	4.5