



FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to provisions of Schedule IV to the Companies Act, 2013 read with Regulation 25(7) of SEBI (Listing Obligation Disclosure Requirement), 2015 the Company shall familiarize the Independent Directors about the Company, their role, rights, responsibilities, nature of the industry, business model in which the Company operates and any developments and changes from time to time through various programs.

OBJECTIVES

Through the familiarization programme, the Company intends to achieve the following objectives:

- Nature of the industry in which the listed entity operates.
- Business model of the listed entity.
- Roles, rights, responsibilities of independent directors.
- Any other relevant information.

These Familiarization Programmes are aimed to familiarize the independent directors with the Company, their roles /responsibilities in the Company, nature of industry in which the Company operates and business model of the Company by imparting suitable training sessions. These programmes enable the Independent Directors and Non-Executive Directors to understand the Company's business in depth and facilitate their active participation in managing the Company.

The Policy provides the basic insights into the Company to enable the Independent Directors and Non-Executive Directors to understand the Company's business in depth that would facilitate their active participation in managing the affairs of the Company.

INITIAL FAMILIARIZATION MODULE

The Company conducts an introductory familiarization program, when a new Independent Director or Non-Executive Director comes on the Board of the Company

At the outset, all the Independent Directors and Non-Executive Directors are welcomed by sharing the following documents of the Company for his / her references:

1. Formal letter of appointment as Director of the Company.
2. Memorandum and Articles of Association of the Company.
3. Annual Reports of last three consecutive years.
4. Criteria of Independence applicable to Independent Directors as per Regulation 16 of the SEBI (LODR) Regulations, 2015 and Section 149 of the Companies Act, 2013.
5. Code of Conduct for Board of Directors and Senior Management.
6. Code of Code of Conduct for Prohibition of Insider Trading.
7. Note on Directors' roles, functions, duties, responsibilities and liabilities under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.
8. Policy Handbook of the Company comprising of policies on various business aspects and practices.
9. Organizational Chart of the Company and the profile of all the Directors and the Senior Managerial Personnel of the Company.

10. Board evaluation process and procedures.

With a view to familiarize him with the Company's operations, the Director is also given detailed Outline of the organizational set up of the Company and the functioning of various divisions/ departments.

CONTINUAL FAMILIARIZATION MODULES

To understand and remain updated on the business, operations of the Company and changes in the regulatory regime on a regular basis, the independent directors at the Board meetings and relevant committee meetings are provided, inter alia, with the following:

1. The Company through its Executive Director / Key Managerial Personnel will conduct programmes periodically to familiarize the Independent Directors/ Non-Executive Directors with the strategy, operations and functions of the Company.
2. Such programmes /presentations provide an opportunity to the Independent Directors / Non-Executive Director 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, finance, risk management and such other areas as may arise from time to time.
3. The programmes/presentations also familiarize the Independent Directors/ Non – Executive Directors with their roles, rights and responsibilities.
4. The Directors will get an opportunity to visit Company's office, where operational aspects of the Company will enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, etc.
5. At various Board meetings during the year, presentations to be made to the Board on risk management, Company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which the Company operates, business excellence with areas of improvement and other relevant issue.
6. Quarterly Updations on operations to be made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, donations, regulatory scenario etc.
7. Quarterly results / press release of the Company are provided to the Directors

Independent Directors/Non-Executive Directors have the freedom to interact with Company's management and senior leadership team of the Company.

Details under Regulation 46 of the familiarization programmes imparted to Independent Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S. No	Name of the Independent Directors	Number of programmes attended		Number of hours spent in such programmes	
		During the financial year 2022-23	On cumulative basis till date	During the financial year 2022-23	On cumulative basis till date
1.	Mr. Budhi Prakash Toshniwal	2	6	60 minutes	180 Minutes
2.	Mr. F.R. Bohte	2	6	60 minutes	180 Minutes

REVIEW

The Changes in the said programme will be done from time to time in case of any amendments in Law(s)/ Rule(s) etc. in order to provide more information to Independent and Non-Executive Director and to enable them to contribute significantly to the growth of the Company