

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Regulatory Requirement:

Regulations 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), stipulates that the listed entity shall familiarize the independent directors through various programs 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 the Independent Directors and
- (d) any other relevant information.

Further Regulation 46(2) of the SEBI Listing Regulations requires a Company to disseminate on its website the details of familiarization programmes imparted to Independent Directors including the following details: -

- (i) number of programmes attended by independent directors (during the year and on a cumulative basis till date),
- (ii) number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and
- (iii) other relevant details

Objectives:

The objectives of the Familiarization Programme is to provide insight to the Independent Directors of the Company, to enable them to understand their roles, rights, obligations and responsibilities, abide by the Code of Conduct, the Company's operations, business model, industry and environment in which the Company operates & the regulatory environment applicable to it and updating amendments thereto and to update the Director on continuous basis on any significant changes therein to take timely and well-informed decisions.

Practice followed by the Company on a continuous basis:

In order to meet aforesaid objectives, the Independent Directors of the Company are appraised by the Company through formal and informal ways, from time to time and as and when a new Independent Director is appointed on the Board. Periodic presentations are being made to them at the Board and its various Committees meetings to update on the Budget, Capital Expenditure, Business Plan (including that of Subsidiary), growth strategy and strategic priorities along with the performance of the Company etc. The vertical heads are invited at the meetings of the Board and its committees to update about its business and performance at regular intervals. Beside that the Independent Directors interact with the Company's senior management to get insight on the business developments, competition in the market, regulatory changes and its impact on the business and any other external challenges etc.

The Independent Directors are also made aware of their roles, rights, responsibilities at the time of their appointment/re-appointment through a formal letter of appointment/re-appointment along

with the terms and conditions of their engagement.

Details of the Familiarization Programmes imparted to Independent Directors during FY2023-24:

Sr. No.	Subject matter of programmes	No. of programmes attended	No. of hours spent
1.	Listing of Company with BSE and NSE	1	1 hour
2.	The meetings of the Board and Committee of the Company and its Subsidiary are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.	4	4 hours
3.	Presentation on Assessment of Policies	1	1 hour
4.	Presentation on Related Party Transactions on quarterly basis	4	3 hours
5	Update on operations at different locations of the Company	2	2 hours
6.	Presentation on Customer Transformation view for better expansion of the business	1	1 hour
7.	Analysis of the Management Discussion and Analysis Report and Corporate Governance Report	1	1 hour
8.	Update on Material Subsidiaries of the Company and its investments	1	1 hour
9.	Updates on Regulatory amendments under Securities & Exchange Board of India, Ministry of Corporate Affairs, etc.	1	1 hour

Summary of Familiarization Programmes of the Independent Directors:

	For FY 2023-24	Cumulative till March 31, 2024
Total No. of programmes attended by the Independent Directors	16	16
No. of hours spent by the Independent Directors	15 hours	15 hours