



FAMILIARISATION PROGRAMME IMPARTED TO THE INDEPENDENT DIRECTORS

1. PREAMBLE

In accordance with Regulation 25(7) read with Regulation 46(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company is required to familiarize the Independent Directors regarding their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc., through various programs.

2. OBJECTIVES:

The familiarization programme helps the independent directors to have greater insight into the Company's business and also contributes effectively in decision making at Board / Committee meetings.

3. OVERVIEW OF THE FAMILIARISATION PROCESS:

In line with the above, the Company follows a structured familiarization Programme wherein the IDs of the Company are made familiar with the activities and happenings of the Company in the following ways:

Upon induction of new Independent Directors ("IDs"):

- ❖ At the time of appointment, a formal letter of appointment inter-alia incorporating the requisite details of roles, functions and responsibilities, duties, code of conduct, disclosures obligations, evaluation process, is issued for acceptance by the IDs.
- ❖ New IDs are provided, amongst other documents, with copy of constitutional documents of the Company, latest annual report, Company's code of conduct, policy for prevention of insider trading, whistle blower policy and schedule of upcoming Board and Committee meetings etc.
- ❖ An induction kit including details about the Company, its subsidiaries, its governance mechanism, composition of Board, categories of Directors, brief profile of Directors, composition of various committees of Board, shareholding structure, duties, contact details of senior management team, key policies/ documents including code of conduct, is shared with new IDs.

Continual Familiarisation Programme:

- ❖ Quarterly Business update is presented to the Board inter-alia update on business, operational and financial highlights/ performance of the Company (including partnerships and group managed companies) and other material information of subsidiaries etc.
- ❖ Further, at various Board/Committee meetings, presentations are made on Company's policies, key changes in the regulatory environment and the industry in which it operates and other relevant issues.
- ❖ Active communication channel between the Directors and senior management team and IDs is ensured, this allows the IDs to raise a query, seek clarifications for enabling a better understanding of the Company and its various operations.

4. DISCLOSURE OF THE PROGRAMME

The details of familiarization programmes shall be disclosed on the Company's website and a weblink thereto shall also be given in the Annual Report. The familiarization Programme is detailed in *Annexure*.

5. REVIEW OF PROGRAMME

The Board will review this program and make revisions as may be required.

6. AMENDMENT AND CONFLICT

Any subsequent amendment/modification in the Applicable Laws shall automatically apply to this Program. The Board has the right to amend or modify this Programme in whole or in part, at any time without assigning any reason, whatsoever. In the event of conflict between this Programme and any Applicable Laws, Applicable Laws shall prevail.

DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS

The Company with an objective to enable the directors to understand its operations, strategy, business, industry and environment in which it functions and the regulatory environment applicable to it apprised the directors, during and/or after Board Meetings about important developments and new initiatives undertaken by the Company. The details of familiarization programmes conducted for the Independent Directors are as under:

S. No.	Name of Independent Director	Type of Programme	No. of the sessions/ meetings attended		No. of hours spent in the sessions/ meetings attended	
			FY 2023-24	Cumulative till date	FY 2023-24	Cumulative till date
1.	Mrs. Renu Nanda	Various Board and Committee meetings	15	40	16.40	62
2.	Mr. Rajesh Relan	Various Board and Committee meetings	13	17	17	27.45
3.	Mr. Rajiv Bajaj	Board meetings	4	5	9.50	14.05