FAMILIARIZATION PROGRAMME FOR DIRECTORS & KEY MANAGERIAL PERSONNEL

[As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Secretarial Practices]

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) requires every listed company to conduct the familiarisation programme for the Independent Directors so as to familiarise them with the Company, their roles, rights, responsibilities towards the Company as Independent Director, nature of the industry in which the Company operates, their business model, etc. Independent Directors are required to interact with the senior management personnel and to ensure their involvement towards discussion and business-related activities.

I. Objective

The objective of the Familiarization Programme is to provide Directors (especially Non-Executive Directors) and Key Managerial Personnel (KMP) with insights into the Company's operations, business environment, strategic plans, regulatory landscape, and governance structure to enable them to effectively discharge their roles and responsibilities. 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 management decisions of the Company effectively.

II. Regulatory Basis

This policy is framed in accordance with:

- **Regulation 25(7)** of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**
- **Secretarial Standards (SS-1)**
- **Companies Act, 2013** (for governance best practices)

III. Scope

This policy applies to:

- Non-Executive and Executive Directors
- Key Managerial Personnel (KMP)

- Senior management personnel, as deemed appropriate

IV. Areas Covered in the Programme

The Familiarization Programme may cover the following topics:

- Company Overview: Vision, mission, values, history, product/services
- Organizational Structure: Board committees, management structure
- Roles & Responsibilities: Duties under Companies Act, SEBI LODR, Code of Conduct
- Financial Performance: Overview of financials, key ratios, investor communication
- Policies: Insider Trading, Code of Conduct, CSR, Risk Management, Vigil Mechanism
- Industry Landscape: Business environment, regulatory changes, competition
- Site Visits: Where applicable, to manufacturing units or branches
- ESG & CSR: Environmental, social, governance and sustainability priorities

V. Modes of Familiarization

The Programme may be conducted through:

- Induction sessions for new Directors
- Periodic presentations by senior executives
- Briefings at Board and Committee meetings
- Workshops or webinars on governance, financial literacy, and regulatory changes
- Site visits and facility tours
- Sharing of internal documents and reports

VI. Frequency & Duration

- Conducted at the time of appointment and periodically thereafter
- At least once annually or as required when key regulatory/strategic changes occur
- Duration and format are flexible, depending on the topic and availability of members

VII. Disclosure Requirements

In compliance with SEBI LODR, the following shall be disclosed on the Company's website and in the Annual Report:

- Number of hours spent by each Director in familiarization
- Details of topics covered
- Web link to the policy and programs conducted

VIII. Maintenance of Records

The Company Secretary shall maintain records of:

- Attendance of participants
- Topics covered
- Materials circulated
- Feedback received (if any)

IX. Review of the Programme

The Board or its Nomination & Remuneration Committee shall periodically review this Programme to ensure relevance and effectiveness.

X. Amendment

Any amendment to this policy shall be approved by the Board of Directors and disclosed as per regulatory requirements.

XI. Acknowledgment:

All Directors and KMP must sign a statement acknowledging receipt of this Code and their commitment to comply with its provisions.