

## **Familiarization Program for Directors**

### ***Introduction***

In terms of Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), the Company, through various programmes, is required to familiarize its independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc.

Further, in terms of Regulation 46(2) of Listing Regulations details of such familiarization programmes are to be disseminated on the Website of the Company, including therein 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 detail.

### ***Purpose and Objective***

- To adopt a structured program for orientation and training of Independent & Non-Executive 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 operates.
- 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.

### ***Orientation Program upon induction of New Directors***

- A familiarization pack is shared with the new inductee, which includes the Company’s Corporate Profile, its Mission, Vision and Values Statement, Organizational structure, the Company’s history and milestones, Memorandum & Articles of Association, latest Annual Report, Policy on Prohibition of Insider Trading, Investor Presentation, Sustainability Reports, Policies of various Board Committees and Schedule of upcoming Board & Committee Meetings, previous Board minutes, CEO & CFO report for last few quarters;
- A detailed Appointment Letter incorporating, *inter alia*, the role, duties and responsibilities, and remuneration is issued to an Independent Director for his/her acceptance.
- Further, separate interactive sessions with senior management, business & functional heads is also arranged.

### ***Other initiatives to update the Directors on a continual basis***

- The Board has an active communication channel with executive management which allows free flow of communication among Directors in terms of raising query, seeking clarifications for enabling a good understanding of the Company and its various operations;
- The presentations at Board & Committee Meetings made by Senior Officials include regular updates on regulatory and business environment, business plan, risk management framework, internal audit & controls, cyber security, HSE presentations, compliance reports, tax & treasury reports, key accounting matters, CSR, HR initiatives, digitalization & technology initiatives and Company polices and other relevant issues;
- The Directors are also kept abreast of the Company’s and its subsidiaries performance/operations/ updates/ major developments affecting the business by various reports on quarterly basis;
- These meeting and discussions also facilitate the Directors to provide their inputs and suggestions on various strategic and operational matters;

- Separate meetings of the Independent Directors are also organized to enable them to interact and discuss about the performance of the Company and the Board, risk faced by it, competition, strategy, leadership strengths and weaknesses, governance, compliance, board evaluation, enabling them to exchange valuable views and making their suggestion to the Chairman and the other Board Members;

The Company facilitates real-time access of all the relevant information and documents to the Board Members through an application which can be accessed by the Directors on their Laptops/IPADs.

**DETAILS OF FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2025-26**

*[Pursuant to Regulation 25(7) and 46 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

S. No.	Name of Independent Director	Subject Matter of the Programme	No. of programmes attended by Independent Director		No. of hours spent by Independent Director	
			FY 25-26	Cumulative till date	FY 25-26	Cumulative till date
1	Ms. Pallavi Joshi Bakhru	<ul style="list-style-type: none"> <li>● Business and operational Performance of the Company along with its subsidiaries and update on Key Projects, Industry changes and outlook.</li> <li>● Financial Results and Performance, Borrowing &amp; Liquidity position Investment, loans &amp; guarantees</li> <li>● Awareness session on Environmental, Social, and Governance (ESG).</li> <li>● Awareness Session on Corporate Social Responsibility (CSR)</li> <li>● Session on Audit &amp; Risk Management</li> </ul>	14	29	13	38
2.	Mr. Annop Mittal <i>(appointed w.e.f. 01.08.2025)</i>	<ul style="list-style-type: none"> <li>● Business and operational Performance of the Company along with its subsidiaries and update on Key Projects, Industry changes and outlook.</li> <li>● Review of implementation of ICMM Principles in ESG Meeting</li> <li>● Orientation Programme</li> <li>● Awareness session on Environmental, Social, and Governance.</li> <li>● Session on Audit &amp; Risk Management</li> </ul>	12	12	11	11

3.	Mr. Thomas Mathew T <i>(appointed w.e.f. 01.10.2025)</i>	<ul style="list-style-type: none"> <li>● Financial Results and Performance, Borrowing &amp; liquidity position Investment, loans &amp; guarantees</li> <li>● Orientation Programme</li> <li>● Awareness session on Environmental, Social, and Governance.</li> </ul>	5	5	6	6
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*Note: Presentations were made to the Members at Board and Committee Meetings which inter alia, covered presentations on Business & Operational Updates, Business Strategy, Risk Management Framework, Compliance, System of Internal Financial Controls and Risk Management Systems, CSR & ESG initiatives and Cyber Security etc.*