

## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

[In terms of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

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### **A. Background**

- In compliance with Regulation 25(7) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has a structured Programme for orientation and training of Directors at the time of their joining to enable them to understand the nature of the industry in which the Company operates, business model of the Company and roles, rights and responsibilities of independent directors.
- The Company also seeks to update the Directors on a continuing basis on any significant changes in regulations, acts and rules to place them in a position to take well-informed and timely decisions.

### **B. Orientation Programme upon the induction of new Directors**

- At the time of their appointment, new Directors are provided with a copy of the Company's Annual Report, the company's Code of Conduct for Non-Executive Directors, the Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices and the schedule of Board and Committee meetings during the financial year.
- Independent Directors are also issued an appointment letter detailing their role, duties and responsibilities, remuneration and performance evaluation process. The terms of the said letter are also uploaded on the Company's website.
- Management organizes sessions with new Directors wherein the Managing Director, the Chief Financial Officer, the Company Secretary and other senior leaders make presentations to familiarize the new Director with the Company's organization structure, business model, operations, services, markets, finance, human resources, technology, risk management, sustainability, regulatory environment, challenges and strategy.

### **C. Ongoing familiarization**

CIN: L24231GJ1989PLC013141

Registered Office: 129/1/A, G.I.D.C. Estate Nandesari, Baroda-391340, Gujarat, India.

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- All efforts are made to provide insights into the Company and the business environment to enable Directors to be updated on new challenges, risks and opportunities relevant to the Company and to lend perspective to the strategic direction of the Company. This includes periodic interactive sessions organized by the Company for Board members with external domain experts.
- At various Board meetings and other meetings during the year, presentations were made to the Directors on safety, health and environment issues, CSR and sustainability related matters, accounting policies/policies and changes therein, changes in the regulatory changes and global trends, Internal Audit, Risk related and investor related issues
- Quarterly presentations are made to the Board providing business and performance updates including information on risks and mitigation measures, market share, financial arrangements, working capital management, fund flows, material litigations, performance of subsidiaries, joint ventures and associates etc.
- One-to-one meetings/discussions are held with Directors to apprise them of complex issues to enable them to understand the same in depth.
- Updating on Companies Act 2013, SEBI LODR 2015 and other Regulations and its amendments during the reporting year to the Directors on the Board.

**D. Summary of Familiarization Programme of Directors**

Total number of hours spent on familiarization in FY24-25	12 hours (including specific items at Board meetings)
Total number of hours spent on familiarization in (till March 31, 2025)	15 hours (including specific items at Board meetings)
Total number of hours spent on familiarization in (till March 31, 2026)	Approx. 20 hours

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