

## **FAMILIARIZATION PROGRAMME(S) FOR INDEPENDENT DIRECTORS**

*(Pursuant to regulation 25(7) of the SEBI (LODR) Regulations, 2015)*

### **PREAMBLE**

Regulation 25(7) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 inter-alia stipulates that the Company shall familiarize the Independent Directors with the Company ,theirs rules, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company etc. through various programmes.

### **PURPOSE AND OBJECTIVE OF THE PROGRAMME(S)**

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 managing the Company.

### **OVERVIEW OF THE FAMILIARISATION PROCESS AT THE TIME OF APPOINTMENT**

At the time of appointment, the Independent Directors are informed about their role and responsibilities and are given an overview of business, operations and business model of the Company including Cable divisions.

Independent Directors are also provided with copies of the following documents:

- Annual Report of the Company
- Criteria of Independence applicable on Independent Directors as per the Regulation 16(b) of the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.
- Code of conduct for Board Members under Regulation 26 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
- Code of conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015.
- Memorandum and Articles of Association of the Company
- Scope of Committee as and when appointed in any Committee.
- Company policies on various business aspects and practices
- Organizational Chart of the Company and the profile of all the Directors and the Senior Managerial Personnel of the Company.
- Board Evaluation process and procedures.

### **FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

➤ The Company through its Executive Director / Key Managerial Personnel conducts

programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

- Such programmes /presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- The programmes/presentations also familiarize the Independent Directors with their roles, rights and responsibilities.
- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairman / Vice- Chairman / KMPs to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- The Directors are also made aware about the compliances applicable on the Company by way of quarterly compliances report.
- Need Based training is provided on various matters on various matters by the management of the Company as required from time to time.
- The Independent Directors have the freedom to interact with the Company's management during the Board/Committee of Directors meetings or otherwise.

A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, Code of Conduct and obligations on disclosures etc. is issued for the acceptance of the Independent Directors.

#### **OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS**

- ❖ The Directors get an opportunity to visit Company's plants, where plant heads appraise them of the operational and sustainability aspects of the plants to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, CSR, Sustainability etc.
- ❖ Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, if any, compliances, donations, regulatory scenario etc.
- ❖ Quarterly results of the Company are provided to the directors.

**DETAILS OF FAMILIARIZATION PROGRAMMES HELD UNDER THIS POLICY:**

No. of programmes attended by Independent directors:

During the financial year 2025-26	One i.e. 12-02-2026
On a Cumulative Basis till date	Nine

No. of hours spent by Independent Directors in such programmes:

During the financial year 2025-26	Two hours
On a Cumulative Basis till date	Eighteen hours

The above said familiarization programmes were attended by all the Independent directors of the Company. In these programmes they were updated on recent amendments in Companies Act. 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and various regulatory and statutory updates.

**REVIEW AND REVISION**

The familiarization process may be revised from time to time in order to provide more information to Independent and Non-Executive Directors to enable them to contribute significantly to the growth of the Company.