

Familiarisation Programme to Independent Directors

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, their 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 Objectives

The familiarization programme is structured to assist the Independent Directors to understand the Company and its business so as enable them in effective discharge of their duties.

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:

- A) Annual Report of the Company
- B) Criteria of Independence applicable on Independent Directors as per the Regulation 16(b) of the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.
- C) Code of conduct for Board Members under Regulation 26 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
- D) Code of conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015.
- E) Memorandum and Articles of Association of the Company
- F) Scope of Committee as and when appointed in any Committee.

Regular Familiarization Modules

Presentations on the business and performance of the Company are made at the Board Meetings to familiarize the Independent Directors with strategy, operations, future plans and functions of the Company. The Programme aims to provide insight into the Company to enable the Independent Directors to be in a position to take well informed timely decisions and contribute significantly to the Company.

FY 2023-24

As a part of Familiarization Programmes Independent Directors are made aware of followings during 2023-24 through PPT presentation at the meetings:

- 1) Detailed Presentation on SEBI(Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023 dated 14th June, 2023 and Circular dated 13th July,2023.

Total Hours of Awareness Program:

1.00 hour awareness program have been done on August 10, 2023.

- 2) Detailed Presentation on SEBI Circular dated 31st July 2023 on Online Resolution of Disputes in the Indian Securities Market and MCA Updates.

Total Hours of Awareness Program:

1.00 hour awareness program have been done on November 09, 2023.

Details of Familiarisation Programme imparted to Independent Directors during FY 2023-24

Sl. No.	Name of Independent Directors	No. of Programmes attended		No. of hours spent in such programmes	
		During the Year	Cumulative (From 2017-18)	During the Year	Cumulative (From 2017-18)
1)	Shri Sudarshan Somani	2	15	2	32.5
2)	Shri Shiv Ratan Goenka	2	6	2	10
3)	Shri Ashok Kumar Garg	2	5	2	13
4)	Shri Vinod B Agarwala	2	5	2	13
5)	Smt Sudha Bhushan	2	2	2	2