



(Formerly known as Kapston Facilities Management Limited)

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

In terms of regulation 25(7) and 46 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company should conduct the Familiarization Program for Independent Directors about their roles, rights, responsibilities in the Company, nature of the Industry in which the Company operates, business model of the Company etc through various programmes.

Also, in terms of Schedule IV of the Companies Act, 2013 the Independent Directors are required to undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the Company.

The Board of Directors is further encouraged to continue the training session to ensure that the Board Members are kept upto date.

PURPOSE AND OBJECTIVE

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.

Regulation 46(2)(i) of the SEBI Listing Regulations 2015, requires a Company to disseminate following information on its website i.e the details of familiarization programmes imparted to Independent Directors, including the full details:-

Nature of the Industry in which the Listed Entity operates;

b) Business Model of the Listed Entity

c) Roles, rights, responsibilities of Independent Directors; and

d) Any other relevant details.

FAMILIARIZATION PROGRAMME:

All the Independent Directors present at the meeting are provided an overview of the following:

- Updates on business model, nature of industry, operations and financial performance of the Company
- Review the Performance of Non Independent Directors and the Board as a whole
- Updates on significant developments in the Company
- Policies of the Company on vigil mechanism, related party transactions, risk management etc.
- Update on significant amendments in corporate and other laws and its impact on the Company
- Presentation given by all the production and marketing department heads to make the directors familiarize with the following areas:

- System procedures and strategies
- Operations
- Markets
- Roles and responsibilities
- Short term and Long term Goals and Objectives



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Familiarization Process:

The members of the Board of Directors have complete access to information within the Company. The Company from time to time updates the Board members about their roles and responsibilities in the following manner:

Initial:

- At the time of joining, an appointment letter is issued to the Independent Directors, which broadly outlines their statutory duties, roles, responsibilities as an Independent Director. The Independent Directors are also informed of the important policies of the Company including the Directors and officers liability and Company insurance policy, code of conduct for Directors and senior management personnel, code of conduct for prevention of insider trading and obligations on disclosures.
- At the time of inducting a newly appointed Director, including Independent Director, a presentation is made by the senior executives of the Company including the Managing Director, CFO & Secretary to familiarize the Director with the business model, operational aspects, management structure and other information about the Company. The new inductee is also apprised on the ongoing discussions at the Board meetings to enable him/ her to effectively participate at the Board meetings.

DETAIL OF FAMILIARIZATION PROGRAMME TO INDEPENDENT DIRECTORS DURING THE YEAR

| S.NO | Date of Program | Nature of Program |
|------|-----------------|--|
| (1) | 20.05.2022 | Quarterly presentations on operations to be made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, etc. |
| (2) | 10.08.2022 | Companies Act 2013 and the amendments from time to time |
| (3) | 11.11.2022 | Business / functional heads and Company executives are invited as and when required, to provide a platform for interaction with the Company's key executives with the Directors and also to enable them to better understand the business and operations of the Company |
| (4) | 09.02.2023 | Updates on relevant statutory changes concerning the Company are informed to the entire Board on regular intervals. |

| S.NO | Name of the Independent Director | No. of Programmes attended for FY 2022-23 | No of Hours spent for FY 2022-23 | Total No of Programs attended (Cumulative till FY 2022-23) | No of Hours Spent (Cumulative) till FY 2022-23 |
|------|----------------------------------|---|----------------------------------|--|--|
| 1 | Mr. Naveen Nandigam | 4 | 8 | 14 | 28 |
| 2 | Mrs. Vanitha Nagulavari | 4 | 8 | 14 | 28 |
| 3 | Mr. Nageswara Rao Koripalli | 4 | 8 | 10 | 20 |



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DISCLOSURE OF THE PROGRAMME

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

REVIEW AND REVISION:

The familiarization process will 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.