

## FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS OF NITCO LIMITED

### Preamble

Regulation 25 (7) of SEBI (LODR) Regulations, 2015 with the Stock Exchanges inter alia stipulates that the Company shall familiarize the 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., through various programmes.

### Overview of the Familiarization process

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3 years, Investor Presentations, recent Media Releases etc is handed over to the new director. The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments were made at the separate meetings of the Independent Directors held during the year.

Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

Each director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.

Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company.

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS FOR FY 2024-25**

Sr. No .	Subject Matter of the Programme	Day/Date	Time Duration	No. of programmes attended		No of hours spent	
				During the year	Cumulative Till date	During the year	Cumulative Till date
1	Review of Nitco's Business Operations & Impact	Thursday, March 27, 2025	35 Minutes	2024-25	1	2024-25	35 Minutes

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS FOR FY 2023-24**

Sr. No.	Subject Matter of the Programme	Day/Date	Time Duration	No. of programmes attended		No of hours spent	
				During the year	Cumulative Till date	During the year	Cumulative Till date
1	Nature of business and the products of the Company.	Friday, March 01, 2024	50 Minutes	FY 2023-24	1	2023-24	50 Minutes

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2022-23**

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2021-22 are as under:

The Company through its Chairman & Managing Director/Senior Managerial Personnel Mentor(CEO) / CFO etc. had made presentations at the Board Meetings to the Independent Directors covering inter alia, aspects on business and performance updates of the Company, global business environment, business strategy and risks involved. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

### **Number of programmes held during FY 2022-23:**

### **Details of attendance of Independent Directors in familiarization programmes:**

Name of Director	Category of Directorship	Financial Year 2022-23	
		No. of Programs attended	No. of Hours (hh: mm)
Mr. Ajay Bakshi <sup>§</sup>	Independent Director	1	1:15
Mr. Santosh Kumar Shet*	Independent Director	1	1:15
Mr. Harsh Kedia*	Independent Director	1	1:15
Ms.Priyanka Agarwal*	Independent Director	1	1:15

<sup>§</sup>Mr. Ajay Bakshi was appointed as an Independent Director of the Company w.e.f. October 19, 2022.

\*Mr. Santosh Kumar Shet, Mr. Harsh Kedia and Ms. Priyanka Agarwal were appointed as Independent Directors of the Company w.e.f. November 11, 2022.

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2021-22**

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### **Number of programmes held during FY 2021-22:**

### **Details of attendance of Independent Directors in familiarization programmes:**

Name of Director	Category of Directorship	Financial Year 2021-22	
		No. of Programs attended	No. of Hours (hh: mm)
Mr. Sarath Bolar*	Independent Director	3	3:35
Mr. Siddharth Kothari\$	Independent Director	1	2:10
Mrs. Bharti Dhar	Independent Director	5	5:80
Mr. Manish Puri	Independent Director	3	2:45
Mr. Prakash Iyer	Independent Director	1	1:45

\* Mr. Sharath Bolar ceased to be the Independent Director of the Company w.e.f. October 18, 2021 due to his untimely and sudden demise.

\$Mr. Siddharth Kothari's term as an Independent Director of the Company expired on July 14, 2021 and accordingly he ceased to be an Independent Director of the Company w.e.f. July 14, 2021.

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