

**CEIGALL INDIA LIMITED**

**FAMILIARISATION PROGRAMME FOR INDEPENDENT  
DIRECTORS**

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## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS OF CEIGALL INDIA LIMITED**

The Familiarization Program for Independent Directors of Ceigall India Limited (“the Company”) was first time adopted by the Board of Directors at their Board Meeting held on October 26, 2021, pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including amendments therein.

### **1. Preamble**

Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires listed companies to conduct familiarization programme/ Induction programme for the Independent Directors so as to familiarize them with the company, about their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc.

Further, listed companies are required to disseminate information about the details of familiarization programmes imparted to Independent Directors on its website, as prescribed under Regulation 46 (2) of SEBI LODR.

### **2. Purpose**

The program formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
  
- Strategy, Operations and functions of the Company

The Program has been designed considering the specific needs of Corporate Governance and the expected obligations of Independent Directors in view of the responsibility conferred by the Companies Act, 2013 and the Listing Regulations

as amended from time to time.

### **3. Familiarization Programme – Overview & Process**

As trustees of shareholders, independent directors play a pivotal role in upholding corporate governance norms and ensuring fairness in decision making. Being experts in various fields, they also bring independent judgement on matters of strategy, risk management, controls and business performance. All Independent Directors are aware and are further updated about their roles, rights, responsibilities in the Company.

At the time of appointing a new Independent Director, a formal letter of appointment is given to the Director, inter alia, explaining the role, duties and responsibilities of the Director along with the Code of Conduct for acceptance by the Director. The Director is also explained in detail the compliances required from him / her under the Companies Act, 2013 and rules made thereunder, SEBI Regulations and other relevant regulations.

Independent Directors are involved as part of the Board in formulation, review and approval of the statutory policies required to be adopted by the Company in accordance with the applicable laws. Regulatory Updates and Compliances are placed before the Board. Each director including the Independent Directors of the Company have complete access to any information relating to the Company including the quarterly financial results, regulatory updates and compliances. Further the Independent Directors have the freedom to interact with the Company's management, they are given all documents sought by them for enabling a good understanding of the Company.

The Company shall through its Executive Directors / Key / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Ongoing familiarisation aims to provide insights into the Company and the business environment to enable all the Independent Directors to be updated of newer challenges, risks and opportunities relevant in the Company's context and to lend perspective to the strategic direction of the Company.

The program essentially has two broad components - technical and behavioral. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in the Company. The behavioral component shall empower the participants to understand board procedures and help them to be effective in board activities. The Program also aims to offer a conceptual framework based upon current expectations which requires the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investor community particularly minority shareholders, regulatory authorities and the stakeholders at large.

The program shall be conducted in such manner as to facilitate the Independent Directors and enable them to attend the same.

The Company shall conduct an introductory familiarization program / presentation, when a new Independent Director joins the Board of the Company. Further familiarization programs may be conducted from time to time, as per the requirement.

#### **4. Disclosure of the Policy**

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.

#### **5. Review of the Program**

The Board shall review this program and make revisions therein, as may be required from time to time.

### **DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF CEIGALL INDIA LIMITED ("THE COMPANY") DURING FY 2024-25:**

The Company has an orientation process/familiarization programme for its  
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independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process, whenever a new independent director is appointed, a familiarization programme shall be conducted and also whenever an independent director is appointed to any Board Committee, information relevant to the functioning of the Committee and the role and responsibility of the Committee members is informed to such director.

The details of Familiarization/ Induction imparted to Independent Directors of the Company are as follows:

<p>Details of Familiarization Programmes imparted to Independent Directors</p>	<p>One familiarization programme was conducted on ..... to familiarize about the Company nature of industry operations &amp; business model, roles, rights, responsibilities of independent directors in the company</p>
<p>Number of programmes attended by Independent Directors ((during the year and on a cumulative basis till date)</p>	
<p>Number of hours spent by Independent Directors in such programmes ((during the year and on a cumulative basis till date)</p>	<p>Approx..... hours during the year</p>

