

## DETAILS OF FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING FINANCIAL YEAR 2023-24 OF ABANS HOLDINGS LIMITED

[Pursuant to Regulations 25(7) and 46 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**Preamble:** The Company strongly believes that effective familiarization programme helps the Independent Directors, not only to have greater insight into Company's business but also contributes effectively in decision making at Board / Committee meetings.

Pursuant to Regulation 25 (7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the listed entity shall familiarise the Independent Directors through various programmes about the listed entity, including the following:

- nature of the industry in which the listed entity operates;
- business model of the listed entity;
- roles, rights, responsibilities of Independent Directors; and
- any other relevant information

Need for familiarization is also identified through Directors' performance evaluation process. Familiarization is achieved through broad-based engagement, under which various business heads and functional heads (including those of key subsidiaries) are invited for group/one-on-one interaction with the Independent Directors.

Independent Directors of the Company well versed with the industry, business operations, policies/ practices of the Company and its subsidiaries.

**Periodic updates:** All the Independent Directors are made aware of their roles and responsibilities at the time of appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement. Regular interactions are held between statutory and internal auditors and independent directors. Monthly / quarterly updates on relevant statutory, regulatory changes and landmark judicial pronouncements encompassing important laws are circulated to the Directors. The Directors are also informed of important developments in the Company.

**Regulatory Committees:** Further, most of the Independent Directors on the Board are also part of one or more of the following statutory committees prescribed by SEBI under SECC Regulations, Listing Regulations and under the Companies Act, 2013.

1. Audit Committee
2. Nomination and remuneration Committee
3. Stakeholder relationship Committee

Each director of the Company has complete access to relevant information relating to the Company and the Subsidiary. Independent Directors have the freedom to interact with the Company's officials. The Directors are given all the documents / information sought by them from time to time for enabling good and complete understanding of the Company, its various operations and the industry segments in which the company operates.

The induction kit for new directors includes annual reports, memorandum and articles of association of the Company, Code of Conduct and other corporate governance policies, composition of various board committees along with their terms of reference etc. including guidance on the regulatory framework.

<b>Area</b>	<b>Topics</b>	<b>Delivered by</b>	<b>Mode</b>
Business and Industry	<ul style="list-style-type: none"> <li>- Business &amp; Operational Performance of the Company &amp; its Subsidiaries</li> <li>- Global business &amp; industry changes and outlook</li> </ul>	CFO, Functional heads	Board / Committee Meeting, periodical updates
Financial and Treasury	<ul style="list-style-type: none"> <li>- Financial Results and Performance</li> <li>- Borrowing &amp; liquidity position</li> <li>- Investment, loans &amp; guarantee</li> <li>- Hedging operations on commodity and forex</li> </ul>	CFO	Board / Committee Meeting
Legal and Regulatory Compliance	<ul style="list-style-type: none"> <li>- Compliances with various applicable laws</li> <li>- Compliance Management System</li> <li>- Related Party Transactions</li> <li>- Various activities undertaken by Registrar &amp; Transfer Agent (RTA)</li> <li>- Material litigation involving shares &amp; securities, if any</li> </ul>	Company Secretary & Compliance Officer	Board / Committee Meeting

**Summary of Familiarization programme of Independent Directors:**

	During the year	Cumulative till date
Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	1	2
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	5	9