NIS MANAGEMENT LIMITED

POLICY FOR FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

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## 1. PREAMBLE

1.1 Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**") *inter-alia* stipulates that the Company shall familiarize its Independent Directors with the Company, their roles, rights, responsibilities in the Company, business model of the Company, nature of the industry in which the Company operates etc., through periodical programmes.

1.2 This Policy for familiarisation programme ("**Policy**") for Independent Directors of NIS Management Limited (hereinafter referred to as "**NIS**" or "**Company**") is accordingly formulated in pursuance of the aforesaid requirements of Listing Regulations.

1.3 The Board has approved the Policy on 12.08.2024.

## 2. PURPOSE AND OBJECTIVE OF THE POLICY

2.1 To provide Independent Directors an insight into the affairs of Company and to familiarise them about the Company including the nature of the industry in which the Company operates, business model of the Company, and make them accustomed to their roles, rights and responsibilities that would facilitate their active participation in contributing to the Company.

## 3. FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

3.1 The newly appointed Independent Directors of the Company shall be familiarised with the various aspects of the Company like constitution, vision & mission statement, the activities, business model geographies in which the Company operates, band procedures, strategic direction, etc. by way of detailed presentation.

3.2 Information material like code of conduct, the code of internal procedures and conduct for prohibition of insider trading and other applicable policies of the Company, performance highlights, etc., will also to be provided to supplement the presentation and to create awareness to the Independent Director of their roles, rights, responsibilities towards the Company.

3.3 The familiarisation programme shall also provide information relating to the financial performance of the Company and budget and control process of the Company.

3.4 Periodic presentations, as may be needed, will be made to the Independent Directors to update them on all business related issues and new initiatives undertaken by the Company including any regulatory changes that may have impact on the operations of the Company including roles and responsibilities of the Independent Directors. **The Company may also conduct training programme to its Independent Director by experts outlining the roles, rights, duties and responsibilities of Independent Directors from the perspective of various applicable laws.**

3.5 The Independent Directors may also be recommended to attend various seminars, conferences training programmes from time to time.

3.6 The Chairman & Managing Director and other executives of the Company shall lead the familiarisation programme on aspects related to business/industry. The Chief Financial Officer/ D(F) or such other authorised officer(s) of the Company may participate in the programme for providing inputs on financial performance of the Company and budget control process, etc. apart from involvement of company secretary and other senior management personnel/key managerial personnel of the Company and when required to conduct such programmes.

## 4. DISCLOSURE

4.1 As and when the familiarisation programme is conducted by the Company, the same will be disclosed on the website of the Company. **The details of the familiarisation programme shall be disclosed on the Company website and a web link thereto still be provided in the Annual Report.** As required under Regulation 46 of the Listing Regulations the details of familiarisation programme imparted to independent director shall include the following details:

(a) number of programmes attended by independent directors during the year and on cumulative basis till date;
(b) number of hours spent by independent directors in such programmes during the year and on Cumulative basis till date; and
(c) other relevant details.

## 5. AMENDMENT

5.1 The Board (including its duly constituted committees wherever permissible), shall have the power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy. This Policy shall be subject to review/changes as may be deemed necessary and in accordance with regulatory amendments from time to time.