



Kalpataru Limited

Familiarisation Programme for Independent Directors

I. Legal Framework

The Familiarization Program (“**the Program**”) for Independent Directors of Kalpataru Limited (“**Company / KL**”) has been adopted by the Board of Directors of the Company pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**LODR**”), as amended from time to time.

II. Purpose

The program aims to assist the Independent Directors to get accustomed to their roles and responsibilities. It is divided into various modules with emphasis on:

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

Through familiarization programme, the Independent Directors get greater insight into the operations of the Company and contribute effectively by taking well informed and timely decisions at Board / Committee meetings.

Considering the scale of operations of KL, it is necessary that Independent Directors are familiarized with operations of the Company including but not limited to the nature of Industry, business model, markets, industry scenario including competition, strategic priorities, Subsidiaries and its businesses, Risk Management, Regulatory framework affecting business activities of the Company etc.

III. Familiarization Program

The Company conducts an introductory familiarization program / presentation, when a new Independent Director joins the Board of the Company.

The program aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and independent manner to promote confidence of the stakeholders at large.

The program is conducted to facilitate and suit convenience of the Independent Directors and enable them to attend without affecting their busy schedules. Certain familiarization programmes are merged with the Board/ Committee meetings for convenience of the Directors. Also, separate programmes may be conducted for Independent Directors as per their requirement.

Presentations on periodic financial results of the Company, business performance, operations, finance etc. are made to the Directors, from time to time, as part of Board and various Committee discussions where Independent Directors get an opportunity to interact with the senior management of the Company.

The Independent Directors are briefed regularly on key developments in the Industry, pertaining to the Company and its various on-going projects. The Company may also organize visits to major project sites for Independent Directors.

IV. Disclosures

This Policy shall be uploaded on the Company’s website for public information. Web link of the familiarization programme will also be given in the Annual Report of the Company.