



# **POLICY ON FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTOR**

**Niraj Cement Structurals Limited**

**Pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.**

## **FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS OF NIRAJ CEMENT STRUCTURALS LIMITED**

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### **1. PREAMBLE:**

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In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to familiarize its Independent Directors with the Company, their roles, rights and responsibilities in the Company, the nature of the industry in which the Company operates, the business model of the Company, and other relevant aspects through various programmes.

Accordingly, the Company has put in place a structured Familiarisation Programme for Independent Directors to provide them with insights into the Company's business, operations, and regulatory environment.

### **2. PURPOSE AND OBJECTIVE:**

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The Familiarisation Programme aims to:

- Provide Independent Directors with an understanding of the Company's business environment, industry dynamics, and operational framework.
- Enable them to understand their roles, responsibilities, and duties under applicable laws and corporate governance practices.
- Update them on regulatory developments, risk management practices, and internal control systems.
- Facilitate meaningful participation in Board and Committee deliberations and decision-making processes.

### **3. OVERVIEW OF THE FAMILIARISATION PROCESS:**

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#### **3.1. AT THE TIME OF THE APPOINTMENT**

At the time of appointment, Independent Directors are provided with an overview of:

- The Company's business operations and organisational structure.
- The Company's business model and industry overview.
- Roles, responsibilities, and duties of Independent Directors under applicable laws.

Immediately upon their appointment, Independent Directors are also provided with the following documents:

- a. Annual Reports of the Company for the last three financial years.
- b. Criteria of Independence applicable to Independent Directors as per Regulation 16(b) of the SEBI (LODR) Regulations and the Companies Act, 2013.
- c. Code of Conduct and Ethics for Board Members, Code for Prevention of Insider Trading in Equity Shares / Securities.
- d. Various internal policies and governance frameworks of the Company.

### **3.2. ONGOING FAMILIARISATION PROGRAMMES**

To ensure continuous familiarisation, the following initiatives are undertaken:

- a. Presentations are made to the Board from time to time on the Company's business performance, strategy, and operational developments.
- b. Independent Directors are regularly updated on amendments and developments in applicable laws, including SEBI regulations and the Companies Act.
- c. Quarterly compliance reports are presented to the Board to apprise Directors of statutory and regulatory compliances.
- d. Directors are given full access to information relating to the Company to enable effective discharge of their duties.
- e. Independent Directors are free to interact with the Company's management during Board and Committee Meetings or otherwise.
- f. Need-based training sessions may be organised on specific regulatory, governance, or business-related matters.
- g. Directors are encouraged to attend external seminars, conferences, and training programmes for professional development.
- h. Directors of the company are also encouraged to advise the Company to adopt further programmes for their familiarization with the Company.

This Familiarization Programme reflects the Company's commitment to maintaining the highest standards of corporate governance and enabling Independent Directors to play an effective role in Board deliberations.

### **4. REVIEW OF PROGRAMME**

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The familiarization programmes for Independent Directors will be reviewed from time to time and revised as required.

Further, Details of the familiarization programmes conducted during the financial year shall be disclosed separately in accordance with applicable laws and regulatory guidelines.