

# **DISA INDIA LIMITED**

## **FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS**

Pursuant to Regulation 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Familiarization Programs have been imparted to the Independent Directors of the Company on regular basis and the Independent Directors have complete access to the information within the Company. Familiarization Programs broadly encompass the following aspects:

- At the time of appointment, an appointment letter incorporating the role and duties, tenure of appointment, evaluation process, availability of Directors and Officers liability insurance, remuneration etc., is issued to the Directors.
- The Company conducts a well-structured induction program for orientation and training of directors which includes one-to-one interactive sessions with the executive directors, senior management team, selected business/functional heads and few key customers. Visit to company's manufacturing units are also organized.
- New Independent Directors are provided with induction kit containing information about the Company, its subsidiaries, Joint Ventures (if any), copies of Annual Report of past years, Code of Conduct, Insider Trading Code, brief profile of other Board Members, Memorandum and Articles of Association, financial results of past years, Committee Charters, Internal Audit Charter, Operating policies & procedures of the company including policies such as Whistle Blower Policy, CSR policy, Policy on Related Party Transactions, etc.

As part of Agenda of Board/Committee Meetings, presentations are regularly made to the Independent Directors on various matters inter-alia covering the nature of industry in which the Company operates, Macro economic conditions, Company's business model, strategy, operations, markets, organization structure, product offerings, finance, compliance frame work, risk management framework, quarterly and annual financial results, human resources, technology, quality, role, rights, responsibilities of the Independent Directors, regulatory updates and on such other areas as may be relevant from time to time. During the presentations, Directors interact with the Company's management to clarify any aspects of the company as they feel necessary.

Factory visits are also arranged at regular intervals to enable Directors to have first-hand knowledge of the products, activities and operations of the Company.

**Details of Familiarization Programs organized by the Company since December 2015**

Financial Year	No. of programs attended				No. of hours spent			
	Independent Directors				Independent Directors			
	Deepa Hingorani	Sanjay Arte	Shyamal Sinha	Bhagya Chandra Rao	Deepa Hingorani	Sanjay Arte	Shyamal Sinha	Bhagya Chandra Rao
2015-16	1	1	NIL	NA	2	2	NIL	NA
2016-17	4	3	4	NA	8	6	8	NA
2017-18	5	3	5	NA	10	6	10	NA
2018-19	4	3	4	NA	8	6	8	NA
2019-20	5	5	3	NA	10	10	6	NA
2020-21	6	3	NA	2	12	6	NA	10
2021-22	4	NA	NA	4	8	NA	NA	8
2022-23	6	NA	NA	6	17	NA	NA	17
2023-24	5	NA	NA	5	13	NA	NA	13
<b>TOTAL</b>	<b>40</b>	<b>18</b>	<b>16</b>	<b>17</b>	<b>88</b>	<b>36</b>	<b>32</b>	<b>48</b>

Notes:

- (1) Mr. Shyamal Sinha ceased to be the Independent Director of the Company w.e.f. March 22, 2020.
- (2) Mr. Sanjay Arte passed away on November 10, 2020.
- (3) Mr. Bhagya Chandra Rao was appointed as an Independent Director of the Company with effect from January 28, 2021.

**Sd/-**  
**Managing Director**  
**DISA India Limited**