

# **INOX INDIA LIMITED**

## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

### **PREAMBLE**

Securities and Exchange Board of India (“SEBI”) Listing Obligations and Disclosure requirements Regulations, 2015 mandates listed companies to familiarize the independent Directors with the Company, their roles, rights, responsibilities in the company, nature of the Industry in which the company operates, business model of the company, etc through various programs.

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

The program is formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities.

### **Familiarization Process**

The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions 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 faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large. The program shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules. The Company may conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company. The Board will review this program and make revisions as may be required.

### **OVERVIEW OF THE PROGRAMME**

The Company has issued detailed Letter of Appointment to each of the Independent Directors which, inter alia, sets out the role, rights and duties, including fiduciary duties incidental to the appointment as an Independent Director.

In addition, the Company has been holding various familiarization programs for the Independent Directors on an ongoing basis, which include those carried out as set out below:

- (i) At the time of joining the Board, a new Director is provided with information about the Company which inter alia includes the Memorandum of Association and Articles of Association, Previous three years Annual Reports, Code of Conduct and Policies of the Company for information. The new Director is also given a presentation regarding operations of the Company.

- (ii) Organizing of Plant Visits for all Directors when various detailed presentations pertaining to business, operational/functional areas and the manufacturing process/product specifications, market share, peer competition etc., are explained by the Plant Manager, Executive Directors and Chief Financial Officer of the Company.
- (iii) Major developments in legal and regulatory areas are presented at the meetings of the Audit Committee/the Board and their implications deliberated thereof for convenience of the Independent Directors.
- (iv) The Independent Director have access to requisite information relating to the Company and can interact with the Company's Management for any information that they may require.
- (v) Various information/updates sent from time to time.

The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

In view of the aforesaid requirements, the details of Familiarization Programs held till date are as follows:

<b>Date of Board/ ID Meeting</b>	<b>No. of Program/s</b>	<b>Areas which were addressed in the familiarization Programme/s</b>
22.9.2022	1	Statutory updates including Role and Responsibility of Independent Directors. Plant Visit
30.11.2022	1	Company Overview including its Business Model and the nature of Industry in which Company operates.
24.02.2023	1	Operations Review and updates / Financial updates.
16.03.2023	1	Company Overview including its Business Model and the nature of Industry in which Company operates.
08.05.2023	1	Operations Review and updates/Financial updates.
08.08.2023	1	Operations Review and updates/Financial updates.
29.08.2023	1	Updates on IPO related activities and filing of DRHP.
09.11.2023	1	Operations Review and updates/Financial updates.
08.12.2023	1	Updates on IPO related activities and filing of RHP.
18.12.2023	1	Updates on IPO related activities and filing of Prospectus.
13.02.2024	1	Operations Review and updates/Financial updates, updates on statutory compliances.

Sr No	Name of the Independent Director	No of Programs attended		No. of hours spent in the Familiarization Program/s attended	
		FY 2023-24	Cumulative till date	FY 2023-24	Cumulative till date
1	Mr. Richard Boocock	5	9	7.5	15.5
2	Mr. Amit Advani	7	11	10.5	18.5
3	Mr. Shrikant Somani	6	10	9	17
4	Ms. Girija Balakrishnan	7	10	10.5	13.5

#### **AMENDMENT**

The Board may from time to time review this Program and make any additions or amendments thereto as may be required.