



ntc industries limited

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Purpose and Objective of the Programmes:

In compliance with Regulation 25(7) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has a structured programme for orientation and training of Independent Directors at the time of their joining so as to enable them to provide insights into the Company and to enable to understand the Company's business in depth that would facilitate their active participation in managing the Company.

Overview of the Familiarisation Process:

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3 financial years, Code of Conduct, etc., is handed over to the new director. The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved.

Each director of the Company has complete access to any information relating to the Company. The new Director is also encouraged to visit the various plant locations to familiarize himself with their operational, safety and sustainability aspects. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part.

Familiarization Programme Imparted to the Independent Directors:

In terms of Regulation 46(2)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is required to disseminate the following information on its website:-

1. Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date),
2. Number of hours spent by Independent Directors in such programmes (during the year and on a cumulative basis till date), and
3. Other relevant details.

NTC Industries Limited, (the Company) has an on-going familiarization programme for all its Directors including Independent Directors which includes the following:



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a. Initial Familiarization

The Independent Directors are provided with an overview of the requisite criteria of independence, roles, rights, duties and responsibilities of directors, terms of appointment, the code of conduct and insider trading regulations, disclosure and business interests, nature of the industry and business model of the Company and policies of the Company and other important regulatory aspects as relevant for directors.

b. Ongoing Familiarization

The Independent Directors are apprised at Board Meetings on the Company operations, market shares, governance, internal control processes and other relevant matters. They are also updated on important changes in the regulatory framework and business environment having an impact on the Company.

On an on-going basis, the Company, through its Managing Director & / or Whole time Director as well as other Senior Managerial Personnel, as required, conducts presentations/programs to familiarize the Independent Directors with the strategy, operations and functions of the Company inclusive of important developments in various business divisions, and new initiatives undertaken by the Company.

Details of the above Familiarization Programme imparted to Independent Directors for the financial year 2023-24:

Particulars	During the year	Cumulative till date
Number of familiarization programme attended by Independent Directors	2	Approx 22
Number of hours spent by Independent Directors in such programme	4 hours	Approx 44 hours

Details of the above Familiarization Programme imparted to Independent Directors during the FY 2023-24:

Sl.No.	Name of ID	No of Sessions organized during the FY 2023-24	No of sessions attended during FY 2023-24	Duration of sessions organized during FY 2023-24 (hours)	No. of hours spent in sessions during FY 2023-24
1	Mr. Gaurav Somani	2	2	2	2
2	Mr. Amar Chand Baid	2	1	2	2
3	Mr. Niraj Sinha	2	1	2	2
4	Mr. Pallab Bhadra	2	1	2	2
5	Mr. Binod Kumar Anchalia	2	1	2	2
6	Mr. Sharad Kumar Bachhawat	2	1	2	2

Note: 1. Mr. Gaurav Somani & Mr. Amar Chand Baid Resigned w.e.f. 31st March, 2024 due to completion of tenure

2 Mr. Niraj Sinha resigned w.e.f. 29th January, 2024 due to personal reasons.