



**THE MANDHANA RETAIL VENTURES LIMITED**

**FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

### **1. PREAMBLE**

- 1.1 In terms of Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, (“Listing Regulations”), the Company is required to familiarize its 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 programmes.
- 1.2 Also, in terms of Schedule IV of the Companies Act, 2013 the Independent Directors are required to undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the Company.

### **2. FAMILIARIZATION FRAMEWORK FOR INDEPENDENT DIRECTORS**

- 2.1 The Company is familiarizing the Independent Directors on its Board, with detailed presentations on the Company and its operations and business plans, the nature of industries in which the Company operates and the model of its respective businesses.
- 2.2 In addition to such familiarization made at Board Meetings, the Company also schedules additional dedicated Board Meetings at which specific aspects of the Company’s business plans and future outlook are reviewed and discussed.
- 2.3 Whenever Independent Directors desire to meet with any of the Business Heads or Members of Senior Management Team, the same is also facilitated.
- 2.4 The Independent Directors are also sensitized on their roles, rights and responsibilities in the Company.
- 2.5 In addition to the above, meetings are also scheduled at business sites, which provides Independent Directors with a first-hand exposure of the business and the operations thereat.
- 2.6 Given the regulatory recognition of this important aspect on familiarization, the Company shall not only continue to ensure that such familiarization continues to be made to the Independent Directors as mentioned above, but shall also provide regular updates on relevant changes in Company Law and the Listing Regulations to ensure that its Independent Directors are kept abreast on these regulations.

**3. FAMILIARIZATION FRAMEWORK FOR NEW INDEPENDENT DIRECTORS**

- 3.1 The Company conducts an introductory familiarization programme when a new Independent Director joins the Board of the Company.
- 3.2 The induction comprises a detailed overview of the business verticals of the Company and meetings with business heads / senior leadership team and with the Executive Director(s), in order to familiarize the Independent Director(s) with various aspects of the Company's business verticals including the industries in which such businesses operate.

**4. DISCLOSURE OF THE PROGRAMME**

- 4.1 The Company shall comply with such disclosure requirements relating to this Programme as may be stipulated under applicable regulatory requirements. As per existing regulatory requirements, in compliance with the terms of Regulation 46 of the Listing Regulations, the details of this Programme shall be uploaded on the website of the Company at [www.mandhanaretail.com](http://www.mandhanaretail.com) and a web link thereto shall be provided in the Company's Annual Report.

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