

BHARAT EKANSI LIMITED

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

BACKGROUND

Pursuant to Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Bharat Ekansh **Limited** ("the Company") is required to familiarise its Independent Directors with the Company's operations, roles, responsibilities, and business environment through structured programmes.

OBJECTIVE

The objective of this Familiarisation Programme is to provide Independent Directors with a comprehensive understanding of the Company's operations, business strategies, regulatory framework, and their role in governance. This will enable them to actively contribute to Board deliberations and decision-making.

FAMILIARISATION PROCESS

Upon appointment, each Independent Director receives a formal letter of appointment outlining, inter alia:

- Their roles and responsibilities,
- Expected functions and duties, and
- Terms and conditions of their appointment.

Key elements of the familiarisation programme include:

- Overview of the regulatory framework and criteria of independence under applicable laws.
- Time and responsibility expectations regarding financial controls, risk management, corporate social responsibility, compliance, board effectiveness, strategic direction, and performance evaluation.
- Explanation of statutory duties, including the Director's Responsibility Statement and the Code for Independent Directors as per Schedule IV of the Companies Act, 2013.
- Insights into Vigil Mechanism policies and disclosures.
- Overview of the Company's Risk Management Framework.
- Introduction to the Board Evaluation Process and criteria.

Regular presentations are conducted during Board and Committee meetings on:

- The Company's strategy, performance, business model, industry outlook, product and service offerings, organizational structure, human resources, technology, and risk factors.
- Updates from senior management and periodic briefings by the Chairperson/Managing Director and other senior personnel.

These sessions allow Independent Directors to gain insights and interact meaningfully with the senior leadership team.

Additionally, Independent Directors are informed about the statutory and regulatory compliance obligations under the Companies Act, 2013, SEBI Regulations, and other applicable laws. Their acknowledgment and affirmation are recorded as part of the compliance framework.

CONTINUAL FAMILIARISATION

The Company follows a structured and ongoing orientation process to keep Independent Directors informed and updated on:

- Strategic initiatives, budgetary planning, and operational updates across business verticals.
- Regulatory and statutory developments including audit reports, compliance certificates, and reports on subsidiaries, if any.
- Periodic interaction opportunities with Statutory Auditors, Internal Auditors, and external consultants.
- Access to internal reporting mechanisms and documents for deeper understanding.

Independent Directors also convene separately in the absence of management to review key matters and provide collective feedback to the Board.

REVIEW AND AMENDMENT

This programme will be periodically reviewed by the Board and updated as deemed necessary to reflect any changes in regulatory requirements or Company policy.

DISCLOSURE AND DISSEMINATION

This policy shall be made available on the official website of the Company i.e. www.bharatekanshlimited.com.

Approval by Board of Directors: May 2024