

## **POLY MEDICURE LIMITED FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

The Familiarization Program (“the Program”) for Independent Directors of Poly Medicure 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.

### **1. PURPOSE**

The program is formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities and is divided into various modules with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations, and functions of the Company

The Program has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the Listing Regulations as amended from time to time.

### **2. 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 essentially has two broad components – technical and behavioural. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in Company. The behavioural component shall empower the participants to understand board procedures and help them to be effective in board activities.

The Program also 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 fulfilment 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 per convenience of Independent Directors so as to facilitate and enable them to attend the same in view of their busy schedules.

The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time; and

The Company may conduct an introductory familiarization program /presentation, when a new Independent Director comes on the Board of the Company.

### **3. DISCLOSURE OF POLICY**

This policy shall be uploaded on the Company’s website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

### **4. REVIEW OF THE PROGRAM**

The Board will review this program and make revisions as may be required.

### **Familiarization Programs imparted to Independent Directors during FY 2021-22**

As per the requirement of Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the familiarization programme aims to provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company. Accordingly, the Company follows a structured familiarization programme for the Independent Directors as under:-

On joining, appointment letter is issued to the Independent Directors briefing their roles and duties, remuneration, etc with a copy of Company's Memorandum and Articles of Association, Code of Conduct, Code of Conduct for Insider Trading and Fair Disclosure and Schedule IV to the Companies Act, 2013. The model letter of appointment is also uploaded on the Company's website.

The Directors are provided with the insights of the Company at regular intervals in Board meetings and Committee meetings through the presentations on Business Models, changes in policies, other regulatory updates and CSR. Presentations on quarterly basis are also made to the Board providing business performance updates including performance of subsidiaries.

Summary of familiarization programme of Independent Directors:

S.NO.	PARTICULARS	
1.	Number of programmes attended by independent directors in the FY 2021-22	4
2.	Total no. of hours spent on Familiarization programme in the FY 2021-22	Approx. 8 hours (including Board and other Committee Meetings)