



FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

PREAMBLE

Regulation - 25(7) and 46(2)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 inter-alia stipulates that the Company shall 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 programmes.

OVERVIEW OF THE FAMILIARISATION PROCESS

Thomas Scott (India) Limited ('the Company') believes that a Board which is well familiarized with the Company and its affairs, can contribute significantly to effectively discharge its role of trusteeship in a manner that fulfils stakeholders' aspirations and societal expectations. In pursuit of this, the Directors of the Company are updated on changes/developments in the domestic/global corporate and industry scenario including those pertaining to statutes/legislations & economic environment and on matters significantly affecting the Company, to enable them to take well informed and timely decisions.

On appointment, Directors are provided with induction kits which, inter alia, include the Company's Memorandum and Articles of Association, Code of Conduct of Board of Directors, Code of Conduct for Prevention of Insider Trading, Terms of reference of Board Committees and Annual Report & Accounts and Sustainability Report for the last 3 years. The Independent Directors are apprised through appointment letters, on their roles, duties & responsibilities, time commitment required, remuneration, insurance coverage and also the evaluation process for Board, Board Committees & individual Director's performance.

Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors. Each director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the management. 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. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.

**FAMILIARIZATION PROGRAMMED ORGANIZED BY THE COMPANY**

| Particulars | During the year 2023-24 | Cumulative (from 1st April, 2015 to 31st March, 2024) |
|---|--------------------------------|--|
| Number of familiarization programmes organized by the Company, including visits to Company facilities | 4 | 40 |
| Time spent by the Independent Directors in such programmes in aggregate | 3 | 28 |

REVIEW

This Familiarization Process shall be reviewed and revised by the Board as and when required.
