



ABANS ENTERPRISES LIMITED

FAMILIARISATION PROGRAMME

Abans Enterprises Limited
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FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

I. PREAMBLE

The Board of Directors (the “Board”) of the Company understands the importance of making their Independent Directors aware of the Company’s overall business so as to familiarize them 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. (The “**familiarization programme**”).

Further, Part III of Schedule IV of the Companies Act, 2013 (“**the Act**”) requires the independent directors to regularly undertake induction for updating and refreshing their skills and knowledge and familiarity with the company

This familiarization programmes are framed under requirements under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and also the Companies Act, 2013 (the Act), as amended from time to time.

OBJECTIVE

The objective of the policy is to familiarize 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.

II. DEFINITIONS

“**Board**” means Board of Directors of the Company.

“**Company**” means “Abans Enterprises Limited.”

“**Independent Director**” means a director referred to in Section 149 (6) of the Companies Act, 2013.

“**Key Managerial Personnel**” (KMP) means key managerial personnel as defined in section 2(51) of the Companies Act, 2013.

III. INTERPRETATION

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, Listing Regulations and/or any other SEBI Regulation(s) as amended from time to time.

IV. FAMILIARIZATION PROGRAMME

Initial Familiarization Programme:

The Company issues a formal letter of appointment to each Independent Director at the time of his/her appointment. The said letter of appointment outlines the Independent Director’s role, function, duties and responsibilities vis-à-vis the Company.

The Company familiarizes each of the Independent Director as and when the Independent Directors are appointed.

It is the practice of the company to provide to each Independent Director an overview of;

- Criteria Independence applicable to Independent Director as per Regulation 16(1)(b) of the Listing Regulations and the Companies Act,2013;
- Roles, Functions, Duties, responsibilities and liabilities of Independent Directors;
- Directors Responsibility Statement forming part of Boards' Report; Vigil mechanism including Policy formulation, Disclosure, Code for Independent Directors, etc;
- Risk Management System & framework;
- Board evaluation Process & Procedure;
- Updates on relevant regulatory changes and new development such as regulations/ laws issued by the Securities and Exchange Board of India, the Ministry of Corporate Affairs, the Stock Exchanges and any other statutory and regulatory authorities, as may be applicable; and
- External training program may also be provided through seminars, conferences, workshop, etc.

Additionally, the Independent Director is made aware of various compliances required under the Companies Act, 2013, Listing Regulations and other applicable Acts, Laws, Rules & Regulations.

A detailed presentation is given to the Independent Directors about the vision and mission, the industry in which it operates including Groups overview, key milestone, key business segments, nature of business activities, depth of management, awards and recognitions received, group structure and other relevant information pertaining to the businesses of various underlying subsidiaries/associates. The Managing Director of the Company also has personal discussions with the concerned Independent Directors about various matters/scenarios.

The above familiarization programme helps the Independent director to understand the structure of the Company, its business and management and the regulatory framework in which the Company operates. This will also help the Independent Directors to be better equipped to effectively deal with his/her role as an Independent Director of the Company.

Continual Familiarization Programme:

The Company shall follow a structured orientation programme for the Independent Directors to make them aware and update on the business and the operations of the Company on a continuous basis. The Continual Familiarization Programme shall be designed by the Company of the following lines:

Functional Area	Responsibility
Overview of strategy and business model of the Company and Group	Chief Executive Officer and Chief Financial Officer
Financial performance, Budgeting and Planning	Chief Executive Officer and Chief Financial Officer
Overview of performance of various businesses	Chief Executive Officer and Chief Financial Officer
Compliance Reports, Secretarial Compliances and other related regulatory works	Company Secretary

Overview of business of subsidiaries	Respective business heads
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On an on-going basis, the company arranges to make business presentation to update the Independent Director with the Strategy, operation and function of the Company and its Subsidiaries. Such presentations provided to the Independent Directors to interact with the Business Heads of the respective business which helps them to understand the Company's Strategy. Business model, operations, service and offering, markets, organization structure, facilities and risk management and such other areas. Presentations are made regularly to the Board of Directors/ committee where the Independent Director get an opportunity to interact with the business heads.

The Independent Director shall have complete access to the information within the Company. Independent Director have the freedom to interact with the Company Management and management of the underlying Companies. Interaction happens during Board/Committee meetings, when Business heads are asked to make presentation of their performance of their business division to the Board. Apart from this, Independent Directors also have separate interactions with the Statutory Auditors and the Internal Auditors as and when required.

V. Conflict in the Policy

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down or mentioned under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

VI. AMENDMENTS

The Board will review this Program and make revisions as may be required. The Board will give suitable directions/guidelines to implement the same.

VII. DISCLOSURES

This Policy will be uploaded on the website of the Company namely, www.abansenterprises.com

Following information will be disclosed on the Website of the Company:

- a) Details of familiarization programmes imparted to Independent Directors.
- b) Number of Programmes attended by the Independent Directors (during the year and on cumulative basis till date)
- c) Number of hours spent by the Independent Directors in such programmes (during the year and on cumulative basis till date)

Summary of Familiarization programme of Independent Directors conducted during the FY 2023-24:

Particulars	During the year
Number of programmes attended by Independent Directors	1
Number of hours spent by Independent Directors in such programmes	2