



APAR INDUSTRIES LIMITED

FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS

Preamble:

In accordance with Regulation 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), as amended from time to time, which *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:

The appointment letter issued to Independent Directors *inter alia* includes –

- (i) Code for Independent Directors,
- (ii) Code of Conduct under Corporate Governance,
- (iii) Code of Conduct under Insider Trading.

The Code for Independent Directors sets out Guidelines for Professional Conduct, Roles, Functions, Duties etc.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

Periodic presentations are made at the Board and Committee Meetings, on each segments of business, performance, Capex, Global business environment impacting the Company, business strategy and Risks assessment and Mitigation.

Quarterly / Half Yearly / Yearly / Event based updates on relevant statutory changes including changes in SEBI (LODR) Regulations, SEBI (PIT) Regulations, New Code of Conduct and landmark judicial pronouncements encompassing important laws, legislative changes having impact on the Company business are regularly circulated and updated.

Each director of the Company has access to information relating to the Company. Independent Directors have the freedom to interact with the KMP and Company's 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.

Plant visits were organised to enable them to understand the operations of the Company, new initiatives undertaken, expansion and one to one communications with Functional Head and Other Senior Executives of the Company.

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO
INDEPENDENT DIRECTORS**

**[PURSUANT TO THE PROVISIONS OF REGULATION 46(2) OF SEBI (LISTING
OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015]**

| All the familiarization programme activities are merged with the Board Meetings, Audit Committee Meetings and Risk Management Committee Meetings for the convenience of the Directors of the Company. Also, individual programs are being conducted separately for them, as and when required. | | | | | |
|--|------------------------------------|--|-------------------------------------|---|-------------------------------------|
| Sr. No. | Name of Independent Directors | No. of Programmes (Board/Audit/Risk Management Committee Meetings) attended by Independent Directors | | No. of Hours spent (at Board/Audit/ Risk Management Committee Meetings) by Independent Directors in such programmes | |
| | | during the year 2024-25 | on cumulative basis till 31.03.2025 | during the year 2024-25 | on cumulative basis till 31.03.2025 |
| 1. | Smt. Nina Kapasi (Upto 29.05.2024) | 03 | 29 | 03.53 | 46.26 |
| 2. | Shri Rajesh Sehgal | 11 | 37 | 11.58 | 54.31 |
| 3. | Shri Kaushal Sampat | 13 | 30 | 12.46 | 36.35 |
| 4. | Smt. Nirupa Kiran Bhatt | 11 | 13 | 09.13 | 10.23 |

Note:

1. During the financial year ended 2024-25, four Board Meetings, five Audit Committee Meetings and four Risk Management Committee Meetings were convened and held.
2. During the financial year 2024-25, Smt. Nina Kapasi (DIN: 02856816), ceased as an Independent Director (Non-Executive) of the Company w.e.f. the closure of business hours on May 29, 2024 due to completion of her second and final term as Independent Director.