



Yuranus Infrastructure Limited

FAMILIARISATION POLICY
FOR INDEPENDENT
DIRECTORS

1. Preamble

The provision of an appropriate induction programme for new Directors is a major contributor to the maintenance of high corporate governance standards of the Company. The Chairman & Managing Director, Executive Director, Key Management Personnel and HR are jointly responsible for ensuring that such induction programmes are provided to Directors. The Independent Directors may also request management to provide detailed understanding of any specific project, activity or process of Yuranus Infrastructure Limited. The management provides such information and training either at the meeting of Board of Directors or otherwise.

In accordance with requirements of Regulation 25 and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, 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.

2. Applicability.

The above programmes will be conducted for new and continuing Independent Directors of the Company.

3. Purpose and Objective of The Programmes.

All Independent Directors have been briefed about their roles, functions and responsibilities in the Company. The appointment letter issued to Independent Directors also sets out detailed terms of employment including their roles, function, responsibilities and their fiduciary duties as an independent director of the Company. Information about various service lines was provided to the Independent Directors.

The familiarization programmes which may be conducted for Independent Directors from time to time, would aim to provide understanding about the Company's business and its operations, business strategies, management structure, risk management framework, regulatory environment in which the Company operates, among other things.

Each director of the Company has complete access to any information relating to the Company. They are given all the documents sought by them for enabling a good understanding of the Company and its various operations. Independent Directors have the freedom to interact with the Company's management. Further, they have independent discussions without the presence of the Company's Management Personnel to discuss about the Company's affairs and put forth their combined views to the Board.

4. Familiarisation Process

The Company shall through its executive directors/Senior Managerial Personnel conduct programs periodically to familiarize the independent Directors with the strategy, operations and functions of the Company. The members of the Board of Directors have complete access to information within the Company. The Company from time to time updates the Board members about their roles and responsibilities in the following manner:

- ❖ At the time of joining, an appointment letter is issued to the Independent Directors, which broadly outlines their statutory duties, roles, responsibilities as an Independent Director. The Independent Directors are also informed of the important policies of the Company including the Directors' and officers' liability and, code of conduct for Directors and

senior management personnel, code of conduct for prevention of insider trading and obligations on disclosures.

- ❖ The Director is also explained in detail the compliances required from him/her under the Companies Act, Listing Regulations and other relevant regulations and his affirmation taken with respect to the same. With a view to familiarize him with the Company's operations, the Chairman/Managing Director provides a one-to-one interaction on the organisational set up, the functioning of various divisions / departments, the Company's market share and the markets in which it operates, governance and internal control processes and other relevant information pertaining to the Company's business. The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him to effectively fulfil his role as a Director of the Company.
- ❖ At the time of inducting a newly appointed Director, including Independent Director, a presentation is made by the senior executives of the Company including the Managing Directors, CFO & Secretary to familiarize the Director with the business model, operational aspects, management structure and other information about the Company. The new inductee is also appraised on the ongoing discussions at the Board meetings to enable him/ her to effectively participate at the Board meetings.
- ❖ Functional Heads and Company executives are invited at Board/Committee meetings, to update and brief the Board about the performance of their function. The Board members are updated on various regulatory and other amendments and developments either by way of presentations by external experts /consultants or by internal experts. The Independent Directors were also given a detailed overview of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards notified by Ministry of Corporate Affairs, (including any statutory modification(s) or re – enactment(s) thereof for the time being in force).

5. Review of the Programme

The programme shall be periodically reviewed and brought in conformity with statutory and regulatory requirements, if any.

6. Disclosure Requirement

This policy shall be amended from time to time and uploaded on the Company's website for public information and web link for the same shall also be provided in the Annual Report of the Company