

SMPP

PROTECTING THOSE WHO PROTECT US

SMPP LIMITED

**POLICY ON FAMILIARISATION PROGRAMME FOR
INDEPENDENT DIRECTORS**

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1. BACKGROUND

The Companies Act, 2013, read with Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) places increased responsibilities on Independent Directors of the Company. To enable the Independent Directors to fulfil their responsibilities efficiently and effectively, a familiarisation program formulated by the Company to assist them understand details about the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

2. APPLICABILITY

This Policy applies to the Independent Directors of SMPP Limited (formerly known as SMPP Private Limited) (hereinafter referred to as ‘**the Company**’).

3. DEFINITIONS

- a. **Board** means Board of Directors of the Company.
- b. **Companies Act, 2013** means Companies Act, 2013, read with the rules thereunder, as amended.
- c. **Program** means a familiarisation program (“**Program**”) formulated by Company.
- d. **SEBI Listing Regulations** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

4. FAMILIARISATION PROCESS

- a. The Company conducts orientation programs / presentations / training sessions, periodically at regular intervals, to familiarize the Independent Directors with the strategy, operations and functions of the Company.
 - i. Such orientation programs / presentations / training sessions provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company’s strategy, business model, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary.
- b. The Programs / Presentations also familiarize the Independent Directors with their roles, rights and responsibilities.

The Company may include such other details and information, as required, during the introductory familiarization Program / presentation, when a new Independent Director comes on the Board.

5. PROGRAM AND DISCLOSURE

The Company will conduct the Program “as needed” basis during the year and will disclose the details on the website of the Company and a web link thereto shall also be given in the annual report of the Company.

6. AMENDMENT

Any change in the Policy shall be approved by the Board. The Board shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Any subsequent amendment/modification in the Act or the rules framed thereunder or the SEBI Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.

7. COMPLIANCE

The Chief Executive Officer shall be responsible for supervision of the Policy. Any queries regarding the policy shall be referred to the Chief Executive Officer, who is in charge of administering, enforcing and updating the Policy.

8. INTERPRETATION

In any circumstance where the terms of this Policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy.

9. VERSION HISTORY

Version	Approval date	Revision date	Description
Version 1	October 05, 2024	-	Original Policy