



PRABHAT TECHNOLOGIES INDIA LIMITED

FAMILIARIZATION PROGRAMME FOR

INDEPENDENT DIRECTORS

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV to the Companies Act, 2013, the Company shall familiarize the Independent Directors with the Company, their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.

Objectives:

Through the familiarization programme, the Company intends to achieve the following objectives:

- To apprise the Directors about the business model, corporate strategy, nature of industry, business plans and operations of the Company.
- To familiarize them with the Company's financial performance, annual budgets, internal control processes and statutory compliances.
- To apprise them about their roles and responsibilities in the Company.
- To familiarize them with Company's vision, core values, ethics and Corporate Governance practices.

Familiarization Programme:

The Independent Directors in the Board and Committee meetings have been provided with the following:

- Criteria of Independence applicable to the Independent Directors;
- Updates on business model, nature of industry, operations and financial performance of the Company;
- Presentations on Annual Budgets, Internal & Statutory Audit, Corporate Social Responsibility, strategies and business performance of the Company;
- Updates on significant developments in the Company;
- Directors Responsibility Statement forming part of Boards' Report;
- Policies of the Company on social responsibility, remuneration criteria, vigil mechanism, related party transactions etc.;

- Update on significant amendments in corporate and other laws and its impact on the Company;
- Board evaluation process and procedures;
- Code of Conduct for Independent Directors as prescribed under the Companies Act, 2013;
- Code of Conduct for prevention of Insider Trading in Shares of our Company;
- Roles and responsibilities of the Directors as outlined in the Companies Act, 2013.

A detailed appointment letter incorporating the roles, functions, duties and responsibilities, liabilities, remuneration, confidentiality insurance, Code of Conduct for Prevention of Insider Trading, termination and obligations is issued for the acceptance of Independent Directors.

Further, the Independent Directors also meet once a year without the presence of other directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company.

The Company makes various presentations regularly to the Board, Audit Committee or such other Committees as may be required, covering, business operations, quarterly and annual results, budgets, review of Internal Audit Report and Action Taken Report, statutory compliances, etc. This enables the directors to get a deeper insight into the operations of the Company and its subsidiaries.

Thus the Company ensures that there is an adequate mechanism to ensure that the Directors remain familiar with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates.

Review and Revision:

The familiarization process will be revised from time to time in order to provide more information to Independent Directors to enable them to contribute significantly to the growth of the Company.