

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

1. Preamble

In accordance with the requirements of provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013, Aanandalakshmi Spinning Mills Limited (the “Company”) has introduced a programme to familiarize the Independent Directors (ID) with the Company, their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. (the “Programme”).

2. Purpose

The Programme aims to provide insights of the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

3. Objective

- a) To enable ID to understand the Company and the industry and business environment it operates in.
- b) To enable ID to understand their roles and responsibilities with special reference to Companies Act, 2013.
- c) To keep the ID updated on an ongoing basis about the significant changes which occur concerning the Company or its industry and business environment so that they are in a position to participate more effectively in the deliberations of the Board and take well-informed decisions at appropriate time.

4. Familiarization Process

- a) At the time of induction of the newly appointed Independent Director (ID), he/she is apprised adequately about the Company, its latest financial statements and their analysis, its business model, Industry scenario, competition, significant recent developments and also the Board processes by the Chairman / Managing Director, the Chief Financial Officer, the Company Secretary and the Senior Management. In addition, a ‘joining kit’ is given to the ID comprising the following documents:
 - Latest Annual Report of the Company;
 - Copy of Code of Conduct for Prevention of Insider Trading Regulations;
 - Copy of Code of Conduct as per Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - Copy of Vigil Mechanism/Whistle Blower Policy;
 - Copy of Board Diversity Policy;
 - Copy of Policy for Determination of Materiality of Events,
 - Copy of Policy for Preservation of Documents;
 - Copy of Policy on Sexual Harassment on Employees; and
 - Copy of Policy on Related Party Transaction
- As a part of the process of induction of the ID, his/her visit to the various factories of the Company located at different places are also arranged. The ID is given an overview of the plant operations, the organization structure and key team members. He/she is also briefed about the various important raw materials, production processes, finished goods, principal suppliers, customers, utilities, safety, health, environment, pollution control measurements and applicable laws etc. ID was also given presentation on operation of various plants / factories as part of induction program.

- In every Board meeting, a detailed presentation on business is made wherein the Managing Director / Unit Head(s) of the Company explains in respect of the business, the vision, performance, analysis of financial statements, significant operational issues, strategy and growth plans relating to Company.
- The presentations also provide an opportunity to the ID to interact with the senior officials of the Company and help ID to understand the Company’s strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management.
- At every meeting of the Board, presentations are also made covering performance of the different businesses, financial analysis, financial position including liquidity, borrowings and investments, financial projections, significant changes in applicable laws and regulations, if any and operational/strategic issues of importance.

5. Review of the Programme

The Programme will be conducted on an “as needed” basis during the year and will be reviewed by the Board from time to time to make necessary revisions.

6. Details of the Familiarisation Programme Conducted:

Date of Programme	Area Covered
10 th February 2024	<ul style="list-style-type: none"> ➤ Nature of the Industry in which company operates ➤ Business Model of the Company ➤ Roles, Rights and Responsibility of Independent Director ➤ Other relevant Information

Details of attendance of Independent Directors in Familiarisation Programme are as follows:

S. No.	Name of the Independent Director	No. of Programme held during 2023-24	No. of hours Spent
1	Sri Uttam Gupta	1	1
2	Sri Manish Gupta	1	1
3	Smt Sushma Gupta	1	1

The above initiatives help Independent Directors to understand the Company, its business and regulatory framework in which the Company operates and equips them to effectively fulfill their role as Independent Directors of the Company.