

## **Familiarization Programme for Independent Directors of Timescan Logistics (India) Limited**

### **1. INTRODUCTION:**

In accordance with the Regulation 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall familiarise the independent directors 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. through various programmes.

The Familiarization Programme has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the Listing Agreement as amended from time to time.

### **2. PURPOSE & OBJECTIVE:**

The familiarization programme helps the independent directors not only to have greater insight into the Company's business but also contribute effectively in decision making at Board / Committee meetings.

### **3. OVERVIEW OF THE FAMILIARISATION PROGRAMME:**

1. At the time of appointment, an appointment letter is issued incorporating the roles, responsibilities and duties, tenure of appointment, details regarding remuneration is given to the Directors.
2. The Company conducts a well-structured induction programme for orientation and training of directors which includes one-to-one interactive sessions with the executive directors, selected business/functional heads.
3. The programs/presentations / meetings / discussions shall also familiarize the independent directors with their roles, rights and responsibilities.
4. The program shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.
5. Presentations on business units, business performance, operations, finance, risk management framework, etc. are made to the Directors from time to time as part of board discussions where independent directors get an opportunity to interact with the senior leaders of the Company.
6. Active communication channel between executive directors and independent directors, that allows the independent directors to raise questions, seek clarifications for enabling a better understanding of the Company and its various operations are available.
7. Each Director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the 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.

8. On the matters of specialized nature, the Company engages outside experts/consultants for presentation and discussion with the Board members as and when necessary.

**4. PROGRAMME AND DISCLOSURE:**

1. Familiarization programme will be conducted "as needed" basis during the year.
2. As and when familiarization programme is conducted, the same will be disclosed on the website of the Company and the web link thereto shall also be given in the "Annual Report".

**5. ADMINISTRATION:**

The Familiarization programme for independent directors will be administered and monitored by the Nomination and Remuneration Committee of the Company.

**6. REVIEW OF THE PROGRAM:**

The Board of Directors of the Company shall review this Program as and when required or within such period as mandated by any regulatory amendments.