

# Policy for Familiarization Program for Independent Directors (“Policy”)

## 1. Introduction

In accordance with Regulation 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall familiarize 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 programs.

This Policy shall come into effect from the date of listing of equity shares of Dr. Agarwal’s Health Care Limited (the “**Company**”) on the stock exchange(s).

The familiarization program 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, including an understanding of:

- Company’s vision & strategic direction,
- Core values including ethics,
- Business model of the Company,
- Nature of the industry in which the Company operates,
- Its Management & organizational Matrix
- The Independent Directors’ roles, rights and responsibilities in the Company
- Process of Board Meeting in the Company
- Compliance Matrix in the Company
- Corporate governance practices; and
- Other key policies and practices

All the Independent Directors of the Company are made aware of their role, responsibilities and liabilities at the time of their appointment/reappointment, through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.

### **Dr. Agarwal’s Health Care Limited**

Regd. Office: 1st Floor, Buhari Towers, No.4, Moores Road, Off Greams Road, Near Asan Memorial School, Chennai - 600 006.

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### **Corporate Office**

3rd Floor, Buhari Towers, No.4 Moores Road, Off Greams Road, Near Asan Memorial School, Chennai - 600 006.

Tel: +91 44 4378 7777 | +91 44 4378 7778 | CIN: U85100TN2010PLC075403 | GST No: 33AADCD4418M1Z0

Email: info@dragarwal.com | Website: www.dragarwals.co.in

Whenever a new Director is inducted, she/he is introduced to the Company's Management Team, Executive Committee members and other relevant personnel. Detailed presentation is made covering the Company's Corporate Profile, its Mission, Vision and Values Statement, Organizational Structure, the Company's history and milestones, the Business Strategy, latest Annual Report, Code of Conduct applicable to Directors/employees of the Company & relevant policies of the Company to be adhered to.

At least one Board Meeting in a year is held with detailed strategy session with the senior management team of the Company. The top Management of the Company makes presentations to the Independent Directors which inter alia covers the industry scenario, strategic significances for the Company and the business model of the Company. Various measures are taken to update the Directors, from time to time, of any significant changes in the ongoing events and development relating to the Company.

The Company provides suitable training & education to Independent Directors on matters which are relevant for the Board's effective performance. Such training/education is provided in a variety of forms including external/internal training & education programs, seminars, from time to time on varied issues, presentations or briefing on particular topics, education materials & visit to the Company's outlets etc.

The Internal Auditor gives a detailed presentation covering his areas of audit and significant findings made by internal Audit Team during the course of audit. The Company management also gives presentations to the Board to appraise them of key changes in regulations impacting the Company or the functioning, roles and responsibilities of the Board members including any changes in the Companies Act, 2013, SEBI regulations and such other relevant laws, rules and regulations.

## 2. Disclosures

This program shall be uploaded on the website of the Company and a weblink of the same shall also be provided in the Annual Report of the Company.

The details to be disclosed include: (i) number of programs attended by independent directors (during the year and on a cumulative basis till date), (ii) number of hours spent by independent directors in such programs (during the year and on cumulative basis till date), and (iii) other relevant details.

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### 3. Administration

The Familiarization programs for Independent Directors will be administered and monitored by the Nomination and Remuneration Committee of the Company.

### 4. Penalty for Non-Adherence of the Clauses of the Policy

Non – Adherence to any of the Clause as mentioned in this Policy will attract penalty of one lakh rupees which may extend to one crore rupees as prescribed under Section 15HB of SEBI Act, 1992.

Details of familiarization programs imparted to the independent directors during the financial year are to be updated every year. Format for the same as been specified below

Sl. No.	Name of Directors	Number of programs attended	Number of hours spent in programs attended	Cumulative No. of programs till .....	Cumulative No. of hours till .....

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