

**RAMA VISION LIMITED**  
**FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

(Pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

**Preamble**

The familiarization programmes for Independent Directors of *Rama Vision Limited* has been adopted by the Board of Directors, pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “SEBI LODR Regulations”) and Schedule IV of the Companies Act, 2013. The provisions of SEBI LODR Regulations envisage that, the Company shall familiarize the Independent Directors on 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 Schedule IV Companies Act also mandates that the Independent Directors shall undertake appropriate induction and regularly update and refresh their skills, knowledge, and familiarity with the Company.

**Objective**

- The Company shall, through its Key Managerial Personnel, Senior Management Personnel and Leadership Team, organize programs / presentations periodically to familiarize the Independent Directors on the strategy, operations and the processes of the Company at the Board / Committee Meetings.
- The programs / presentations provide an opportunity to the Independent Directors to interact and engage with Senior Management Personnel / Leadership Team and to have insights on the Company’s strategy, business model, nature of industry in which the Company operates, the roles, rights and responsibilities of the Independent Directors, India and Global markets’ scenario, organization structure, finance, human resources, risk management and such other areas, from time to time.

**Familiarization Module for Independent Directors**

- On appointment, Independent Directors are given the letter of appointment which details on their definite roles, rights and duties, Code of Conduct particularly in accordance with the Schedule IV of the Companies Act, 2013.
- New Directors would be given a ‘Welcome Kit’, which includes organization structure, vision, mission, details about other directors on the Board, the summary of terms of reference of committees of the Board, major shareholders, the business model of the Company, Annual Reports, Codes of Conduct, copies of Corporate Policies of the Company, etc., They will also be updated on the various enactments applicable to the Company, including the Companies Act 2013, SEBI Regulations etc., and the amendments to the same, from time to time.
- Post appointment, on their availability at the Corporate Office of the Company, he/she will be introduced to the senior management personnel of the Company for interactive session with Senior Management Personnel and the Leadership Team.

The Independent Directors will also be updated on the business structure and operations of the subsidiary companies if any.

Apart from the above, during their tenure as Director, they will be informed regularly on the material events of the Company. Further, at every Board Meeting, they will be updated on the

Business and Financial performance, Industry trends, the risk management system, significant legal issues etc. They will also be updated on the summary of business and financial performance of the Company.

The Independent Directors are expected to actively participate at the Committees / Board meetings, guide the management with their respective expertise. The collective experience and views of Independent Directors would certainly add value to the Board and the Company.

**Details of Familiarization programmes/sessions held during FY 2022-23 pursuant to above are as under:**

<b>S.NO.</b>	<b>Date of Programme</b>	<b>Independent Directors Present</b>	<b>Programme Duration (hr : min) (approx.)</b>	<b>Area Covered</b>
<b>1</b>	<b>18.05.2022</b>	<ul style="list-style-type: none"> <li>• <b>Mr. Shyam Sunder Lal Gupta</b></li> <li>• <b>Mr. Govind Prasad Agrawal</b></li> <li>• <b>Mrs. Neera Bhargava</b></li> </ul>	<b>1 Hour</b>	<ul style="list-style-type: none"> <li>• <b>Discussion on the Composition &amp; Diversification of Board</b></li> <li>• <b>Monitor and review of the Board Evaluation as a whole, its Committees and all individual Directors</b></li> <li>• <b>Discussion on the re-appointment and remuneration of the Statutory Auditors of the Company</b></li> <li>• <b>Reviewed the Policy on the Related Party Transactions</b></li> <li>• <b>Quarterly Financial Review</b></li> <li>• <b>Discussion on the Funding of Gratuity payable to Employees from LIC</b></li> <li>• <b>Discussion on other significant developments / information.</b></li> <li>• <b>Discussion on Operating Plans and Budgets</b></li> </ul>

2	10.08.2022	<ul style="list-style-type: none"> <li>• Mr. Shyam Sunder Lal Gupta</li> <li>• Mr. Govind Prasad Agrawal</li> <li>• Mrs. Neera Bhargava</li> </ul>	1 Hour	<ul style="list-style-type: none"> <li>• Quarterly Financial Review</li> <li>• Review of Management Discussion &amp; Analysis Report of the Company.</li> <li>• Overview of Corporate Governance Framework of the Company</li> <li>• Discussion on the Increase in remuneration of Executive Director</li> <li>• Discussion on the appointment of related party to hold office or place of profit in the Company</li> <li>• Discussion on the appointment of an Additional Director (in the capacity of Non-Executive &amp; Independent Director) on the Board of the Company</li> <li>• Discussion on the working &amp; progress on the Project of “Wafer Sticks Processing Plant”</li> <li>• Discussion on the Circulars issued by Securities and Exchange Board of India in regard to Simplification of procedure and standardization of formats of documents for transmission of securities and issuance of duplicate securities certificates.</li> </ul>
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3	09.11.2022	<ul style="list-style-type: none"> <li>• Mr. Shyam Sunder Lal Gupta</li> <li>• Mr. Govind Prasad Agrawal</li> <li>• Mrs. Neera Bhargava</li> <li>• Mr. Vimal Mehta</li> </ul>	1 Hour	<ul style="list-style-type: none"> <li>• Quarterly Financial Review</li> <li>• Discussion on the Notice of Postal Ballot to be held for increase in the remuneration of Executive Directors</li> <li>• Discussion on the working &amp; progress on the Project of “Wafer Sticks Processing Plant”</li> <li>• Discussion on the related party transactions entered into with the Companies as per AS-18</li> <li>• Discussion on the addition of new brands in the distribution line of products and discontinuation of any brand in the distribution line of products</li> <li>• Discussion on the Appointment or removal of Senior Management</li> <li>• Discussion on other significant developments/ information.</li> <li>• Regulatory Updates.</li> </ul>

4	30.01.2023	<ul style="list-style-type: none"> <li>• Mr. Shyam Sunder Lal Gupta</li> <li>• Mr. Govind Prasad Agrawal</li> <li>• Mrs. Neera Bhargava</li> <li>• Mr. Vimal Mehta</li> </ul>	1 Hours	<ul style="list-style-type: none"> <li>• Quarterly Financial Review</li> <li>• Discussion on other significant developments/ information</li> <li>• Discussion on the working &amp; progress on the Project of “Wafer Sticks Processing Plant”</li> <li>• Discussion on the proposal for raising of funds by way of issue of securities (“Warrants”) convertible into equity shares on a preferential basis.</li> <li>• Discussion on the criteria for granting omnibus approval for Related Party Transactions.</li> <li>• Regulatory Updates</li> </ul>
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