

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 2023-24 (till 29.02.2024) pursuant to above are as under:

S.NO.	Date of Programme	Independent Directors Present	Programme Duration (hr : min) (approx.)	Area Covered
1	17.05.2023	<ul style="list-style-type: none"> • Mr. Shyam Sunder Lal Gupta • Mr. Govind Prasad Agrawal • Mr. Vimal Mehta 	3 Hours	<ul style="list-style-type: none"> • Discussion on the resolution(s) passed by circulation on 03rd March, 2023 & 13th April, 2023. • Discussion on the financial results of the company for the quarter and financial year ended on 31st March, 2023 along with auditors' report. • Discussion on the status of the legal cases filed by or against the company. • Monitor and review of the Board Evaluation as a whole, its Committees and all individual Directors • Discussion on the appointment of secretarial auditors of the company for the financial year 2023-2024. • To reviewed the Policy on the Related Party Transactions • Quarterly Financial Review • Discussion on the working & progress on the Project of "Wafer Sticks Processing Plant" • Discussion on other significant developments / information. • Discussion on Operating Plans and Budgets • Discussion on the circular issued by securities and exchange board

				of India (SEBI) vide SEBI/HO/MIRSD/MIRSD- POD-1/CIR/2023/37 dated march 16, 2023 regarding common and simplified norms for processing investor's service requests by RTA and norms for furnishing pan, kyc details and nomination.
2	08.08.2023	<ul style="list-style-type: none"> • Mr. Shyam Sunder Lal Gupta • Mr. Govind Prasad Agrawal • Mrs. Neera Bhargava • Mr. Vimal Mehta 	3 Hours	<ul style="list-style-type: none"> • Quarterly Financial Review • Review of Management Discussion & Analysis Report of the Company. • Overview of Corporate Governance Framework of the Company • Discussion on Borrow Money in excess of Paid Up Capital, Free Reserve and Securities Premium Pursuant to Section 180(1)(c) and any other applicable provision of the Companies Act, 2013. • Discussion on the Creation of the Charges on the Movable and Immovable Properties of the Company pursuant to Section 180 (1) (A) and any other applicable provision of the Companies Act, 2013. • Discussion on the appointment of related party to hold office or place of profit in the Company • Discussion on the working & progress on the Project of "Wafer Sticks Processing Plant" • Discussion on the Circular issued by the Securities And Exchange Board of India (SEBI) Vide SEBI/LAD-NRO/GN/2023/131 dated June 14, 2023 and the Master Circular No. SEBI/HO/CFD/pod2/CIR/P/2023/120 dated July 11, 2023 in regard to certain important amendments in the provision of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by Listed Entities.

				<ul style="list-style-type: none"> • Discussion on other significant developments/ information • Discussion on Operating Plans and Budgets • Regulatory Updates
3	30.10.2023	<ul style="list-style-type: none"> • Mr. Shyam Sunder Lal Gupta • Mr. Govind Prasad Agrawal • Mrs. Neera Bhargava • Mr. Vimal Mehta 	3 Hours	<ul style="list-style-type: none"> • Quarterly Financial Review • Discussion on the status of the legal cases filed by or against the company. • Discussion on the change of registered office address of the company. • Discussion on the working & progress on the Project of “Wafer Sticks Processing Plant” • Discussion on the transaction with Mrs. Sudha Jain, relative of key managerial personnel/ whole time director of the company for rental payments. • Discussion on the listing approval for listing of 400,000 equity shares of Rs. 10/- each issued at a premium of Rs. 47.10/- each bearing distinctive numbers from 10026267 to 10426266 issued to promoters on a preferential basis due to conversion of warrants. • Discussion on the Appointment or removal of Senior Management • Discussion on other significant developments/ information. • Regulatory Updates.
4	13.02.2024	<ul style="list-style-type: none"> • Mr. Shyam Sunder Lal Gupta • Mr. Govind Prasad Agrawal • Mrs. Neera Bhargava • Mr. Vimal Mehta 	3 Hours	<ul style="list-style-type: none"> • Quarterly Financial Review • Discussion on Commencement of Commercial Production of Food Products (“Wafer Sticks”) • Discussion on launch of new product “WAFER STICKS” under the brand name “MADDOX” • Discussion on Resolution passed by circulation(s) on 19th January 2024 • Discussion on the working & progress on the Project of “Wafer Sticks Processing Plant” • Discussion on the related party

				<p>transactions entered during the quarter ended 31st December, 2023</p> <ul style="list-style-type: none">• Discussion on re-constitution of Nomination and Remuneration Committee and Stakeholders Relationship Committee.• Discussion on the Circular issued by the Securities and Exchange Board of India (SEBI) Vide SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 Dated November 17, 2023 in regard to simplified norms for processing Investor's Service Requests by RTAS and Norms for furnishing Pan, KYC details and Nomination.• Discussion on the Master Circular issued by Securities and Exchange Board of India (SEBI) Vide SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 28, 2023 in regard to Online Resolution of Disputes in the Indian Securities Market.
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