



FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2022-23

Through familiarization programme, the Independent Directors can have greater perspective into Operations of the Company and contribute effectively in taking well informed and timely decisions at Board / Committee meetings.

Due to diversified Business of KPTL, it is necessary that Independent Directors are familiarized with operations of the Company including but not limited to the nature of Industry, business model, markets, industry scenario including competition, strategic priorities, Subsidiaries and its businesses, Risk Management, Regulatory framework affecting business activities of the Company etc.

Certain familiarization programmes are merged with the Board/Committee meetings for the convenience of the directors. Also, separate programs are conducted for them as per their requirement. Over and above specific Familiarization Programmes, Presentations were made at the Board meetings by MD & CEO / CFO covering performance of peers, Operational review of major operating subsidiaries, forex and commodity exposure, updates on capital expenditure, strategic and operational risks and its mitigation plan, business performance, operations, working capital management, major litigations, update on the Amalgamation of JMC Projects (India) Limited with the Company, major achievements, Goal 2025, Company's Vision and Mission and Growth Strategy forming part of Goal 2025 etc. During FY 2022-23, Independent Directors were also presented on various aspects of Humelink Transmission Project in Australia, Company's Name change proposal, Proposed new Organization structure of the Company post effectiveness of Scheme of Amalgamation of JMC Projects (India) Limited with the Company.

The details of Familiarization Programmes imparted to Independent Directors during FY 2022-23 in terms of Regulation 25(7) and as required to be disclosed under Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**the SEBI Regulations**"), are as under:

1. All Directors including the Independent Directors were briefed on the Anti-Bribery Management System including the requirements of ISO 37001 and other international guidelines followed by the Company and CSR initiatives taken by the Company and its impact on the society at large.
2. A dedicated programme was organized to present the changes in regulatory framework of related party transactions, major amendments made thereto in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. From time to time, presentations were made by MD & CEO/CFO covering updates on regulatory scenario, compliances relating to the business of the Company, major highlights of quarterly achievements by the Company and its subsidiaries, exposure & current status of projects across various countries along with insights of various international markets having business opportunity, Strategic Business Plan for FY, Project closure status etc. Regular interactions are held between statutory and internal auditors and Independent Directors.
4. On a yearly basis, a Presentation was made by Managing Director and CEO covering Business Plan, Organizational Level Key Focus Area, Key initiatives planned for FY 23 regarding Digital innovation, Optimizing capital employed, Strategic Acquisitions, Productivity

improvement, International EPC expansion, Employee satisfaction etc. Further, Goal 2025, Company's Vision and Mission, Growth Strategy forming part of Goal 2025 etc. were also presented to the Directors.

**Details of Familiarization Programmes attended by Independent Directors during
FY 2022-23**

Sr. No.	Name of Independent Director	No. of Programme attended by respective Independent Director (During FY 2022-23)	No. of Hours spent by respective Independent Director
1.	Mr. Sajjanraj Mehta	6	5:30
2.	Mr. Vimal Bhandari	6	5:30
3.	Mr. Narayan Seshadri	6	5:30
4.	Ms. Anjali Seth	5	4:30
5.	Dr. Shailendra Raj Mehta	6	5:30