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**POLICY FOR FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

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**UKB ELECTRONICS LIMITED**

## **1. PREAMBLE**

As required by the provisions of Schedule IV of the Companies Act, 2013 read with Regulations 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company is required to develop a Familiarization Programme for the Independent Directors of the Company.

## **2. PURPOSE AND OBJECTIVE OF THE POLICY**

To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth and make them accustomed with their roles and responsibilities that would facilitate their active participation in contributing to the Company. The familiarization programme shall familiarize the directors with the following: (a) nature of the industry in which the listed entity operates; (b) business model of the listed entity; (c) roles, rights, responsibilities of independent directors; and (d) any other relevant information.

## **3. FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

The newly appointed Independent Directors of the Company shall be familiarized with the various aspects of the Company like constitution, vision & mission statement, core activities, business model, geographies in which the Company operates, board procedures, strategic directions, etc., by way of a detailed presentation.

Information material like Code of Conduct, Insider Trading Code, performance highlights, etc., will also be provided to supplement the presentation and to create awareness to the Independent Directors of their roles, rights, responsibilities towards the Company. Further, the Familiarization Programme shall also provide information relating to the financial performance of the Company and budget and control process of the Company.

Periodic presentations on need basis will be made to the Independent Directors to update them on all business-related issues and new initiatives undertaken by the Company including any regulatory changes that may have impact on the operations of the Company including roles and responsibilities of the Independent Directors. The Company may also conduct technical sessions by external consultants/ experts, outlining the roles, duties and responsibilities of Independent Directors, from the perspective of various applicable laws.

The Independent Directors may be sponsored to attend various seminars, conferences, training programmes from time to time.

The Managing Director and other Executives of the Company shall lead the Familiarization Programme on aspects related to business/industry. The Chief Financial Officer or such other authorised officer(s) of the Company may participate in the programme for providing inputs on financial performance of the Company and budget, control, process, etc. apart from involvement of other senior management personnel/key managerial personnel of the Company as and when required to conduct such programmes.

## **4. DISCLOSURE**

In accordance with the provisions of the Companies Act, 2013 and Regulation 46 (2)(h)(i) of the SEBI Listing Regulations:

- As and when familiarization programme is conducted, the same will be disclosed on the website of the Company.
- The details of the familiarization programme shall be disclosed on the Company's website and a web link thereto shall be provided in the Annual Report.

As required under Regulation 46 of the Listing Regulations the details of familiarization programmes imparted to independent directors shall include the following details:-

- (i) number of programmes attended by independent directors (during the year and on a cumulative basis till date),
- (ii) number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and
- (iii) other relevant details

**5. Review of the Policy:**

The Board will review this Policy on a regular basis to ensure its effectiveness of the training to Independent Directors and make such amendments as may be required.

**6. Approval of this Policy:**

This policy has been approved in the Board meeting of UKB Electronics Limited held on June 13, 2025.

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