

**FAMILIARISATION PROGRAMME
FOR
INDEPENDENT DIRECTORS**

OF



BABA ARTS LIMITED

[AMENDED & EFFECTIVE FROM 21ST MAY 2024]



BABA ARTS LIMITED

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Introduction

Pursuant to Regulation 25(7) read with Chapter II and Regulation 46 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Schedule IV to the Companies Act, 2013 and the Company is required to familiarise the Independent Directors with the Company, nature of industry in which the company operates, business model of the company and its business activities, the role, rights and responsibilities of independent directors in the Company and various statutory and regulatory compliances applicable to the company.

The Board of Directors of Baba Arts Limited in its meeting held on 4th November, 2015 had approved the policy on Independent Directors' Familiarisation Programme. The salient features of the said policy are as under:

1. On appointment, Independent Directors are issued an appointment letter and are provided with a kit consisting of Memorandum & Articles of Association of the Company, Various policies of the Company viz: Corporate Governance Policy, Code of Conduct for Directors & Senior Management Persons, Policy to Regulate, Monitor and Prevention of Insider Trading, Nomination and Remuneration Policy, Whistle Blower Policy, Corporate Disclosure Policy, Details of various Board Committees and their Terms of Reference, Annual Audited Accounts for previous Two Years, Evaluation Process for Board Committees and Individual Director's Performance.
2. Independent Directors are provided with information on the nature of industry in which the Company Operates, business model of the Company, Risks associated with the said business and policy of the Company to mitigate the risks.
3. Independent Directors are introduced to the senior managerial personnel of the Company who give them insight in to the day to day functioning of the Company and also acquaint them with various Statutory and Regulatory compliances required to be followed by the Company.
4. The Independent Directors are made aware of their Role, Rights, Responsibilities and Liabilities at the time of their appointment. The Independent Directors are informed about various periodical disclosures and declarations required to be given by them to the Company under the Companies Act, Listing Agreement and various Regulations of SEBI.
5. The Independent Directors are regularly updated about the changes in statutory and regulatory environment applicable to the Corporate Sector and particularly to the Industry and Company.
6. Quarterly/Half Yearly/ Annual Results are sent to the Independent Directors.

Apart from Independent Directors, Non Executive Directors are also covered under the familiarisation programme of the company.



Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2015-16

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 15-16	Cumulative No. of Hours	No. of Hours during FY 15-16	Cumulative No. of Hours
1	Presentation on SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015	7 th November, 2015	1.25 Hrs	1.25 Hrs	1.25 Hrs	1.25 Hrs

Note: Mrs. Malavika A Acharya, Non Independent Non Executive Director also attended the above programme.

Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2016-17

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 16-17	Cumulative No. of Hours	No. of Hours during FY 6-17	Cumulative No. of Hours
1	Presentation on Regulatory Developments	6 th February, 2017	1.30 Hrs	1.30 Hrs	1.30 Hrs	1.30 Hrs

Note: Mrs. Malavika A Acharya, Non Independent Non Executive Director also attended the above programme.

Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2017-18

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 16-17	Cumulative No. of Hours	No. of Hours during FY 16-17	Cumulative No. of Hours
1	Presentation on Goods and Service TAX	30 th January, 2018	2.00 Hrs	2.00 Hrs	2.00 Hrs	2.00 Hrs

Note: Mrs. Malavika A Acharya, Non Independent Non Executive Director also attended the above programme.



Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2018-19

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 18-19	Cumulative No. of Hours	No. of Hours during FY 18-19	Cumulative No. of Hours
1	Presentation on Amendments to SEBI (LODR) Regulations, 2015	6 th February, 2019	45.00 Mins	45.00 Mins	45.00 Mins	45.00 Mins
2	Presentation on Companies Amendment Ordinance, 2019	6 th February, 2019	45.00 Mins	1.50 Hrs.	45.00 Mins	1.50 Hrs.

Note: Mrs. Malavika A Acharya, Non Independent Non Executive Director also attended the above programme.

Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2019-20

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 19-20	Cumulative No. of Hours	No. of Hours during FY 19-20	Cumulative No. of Hours
1	The Companies (Amendment) Act, 2019	8 th August, 2019	2.00 Hrs	2.00 Hrs	2.00 Hrs	2.00 Hrs
2	Performance update and future business plans of the company	20 th September, 2019	2.00 Hrs	4.00 Hrs	2.00 Hrs	4.00 Hrs

Note: Mr. Gordhan P. Tanwani, Executive Director, Mrs. Malavika A Acharya, Non Independent Non Executive Director and Mr. Nikhil G. Tanwani, Whole Time Director also attended the above programme.



Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2020-21

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 2020-21	Cumulative No. of Hours	No. of Hours during FY 2020-21	Cumulative No. of Hours
1	The Companies (Amendment) Act, 2020	4 th February, 2021	2.00 Hrs	2.00 Hrs	2.00 Hrs	2.00 Hrs

Note: Mr. Gordhan P. Tanwani, Executive Director and Mrs. Malavika A Acharya, Non Independent Non Executive Director also attended the above programme.

Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2021-22

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 2021-22	Cumulative No. of Hours	No. of Hours during FY 2021-22	Cumulative No. of Hours
1	Amendments in GST & Companies Act, 2013.	20 th January, 2022	4.00 Hrs	4.00 Hrs	4.00 Hrs	4.00 Hrs

Note: Mr. Gordhan P. Tanwani, Executive Director and Mrs. Malavika A Acharya, Non Independent Non Executive Director also attended the above programme.



Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2022-23

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 2022-23	Cumulative No. of Hours	No. of Hours during FY 2022-23	Cumulative No. of Hours
1	Performance update and future business plans of the company	7 th November, 2022	2.00 Hrs	2.00 Hrs	2.00 Hrs	2.00 Hrs
2	To Discuss the impact of Budget on the economy in General & Company's Business.	7 th February, 2023	2.00 Hrs	4.00 Hrs	2.00 Hrs	4.00 Hrs

Note: Mr. Gordhan P. Tanwani, Executive Director and Mrs. Malavika A Acharya, Non Independent Non Executive Director also attended the above programme.

Details of Familiarisation Programmes Imparted to the Independent Directors during the financial year 2023-24

Sr. No.	Particulars of Programme	Date	Names of Independent Directors and their attendance at the programmes.			
			Shri Santosh A Shah		Shri Sanjiv L Hinduja	
			No. of Hours during FY 2023-24	Cumulative No. of Hours	No. of Hours during FY 2023-24	Cumulative No. of Hours
1	Performance update and future business plans of the company	3 rd November, 2023	2.00 Hrs	2.00 Hrs	2.00 Hrs	2.00 Hrs
2	To Discuss Amendment in Secretarial Standards issued by ICSI.	13 th February, 2024	2.00 Hrs	2.00 Hrs	2.00 Hrs	2.00 Hrs

Note: Mr. Gordhan P. Tanwani, Executive Director and Mrs. Malavika A Acharya, Non Independent Non Executive Director also attended the above programme.