



JUPITER WAGONS LIMITED

CIN: L28100MP1979PLC049375

Familiarization Program for Independent Directors

1. Preamble

The significance of Independent Directors is pivotal in the corporate landscape, impacting not only the company but also its investors, stakeholders, and regulators. These directors play a crucial role in maintaining ethical standards of integrity, exercising independent judgment, and contributing to the adoption of optimal corporate governance practices. It is essential for them to meet stringent criteria by remaining independent of both management and the company. Consequently, the company must take necessary measures to thoroughly acquaint independent directors with its operations, management, and the regulatory framework that governs the organization.

Regulation 25(7) of the SEBI (LODR) Regulations, 2015, in conjunction with pertinent provisions outlined in Schedule IV of the Companies Act, 2013, mandates that the Company must acquaint Independent Directors with essential aspects. These include their roles, rights, and responsibilities within the Company, as well as providing insights into the nature of the industry in which the Company operates, the Company's business model, and related information. This familiarity is to be facilitated through diverse programs focused on the entity, encompassing the following:

- a) nature of the industry in which the entity operates
- b) business model of the entity
- c) roles, rights, responsibilities of Independent Directors
- d) any other relevant information

2. Effective Date

This policy shall be effective from the date of approval from the Board, unless stated otherwise.

3. Purpose

The program is structured to consistently update Independent Directors regarding any notable changes, ensuring they possess the necessary information to make well-informed and timely decisions. Its objective is to offer Independent Directors a deeper understanding of the Company, encompassing its business and operations. This, in turn, empowers them to actively contribute and play a meaningful role in the overall governance process of the Company.

4. Administration

The Familiarization programme for Independent Directors will be administered and monitored by the Nomination and Remuneration Committee.

5. Familiarization process

- a) The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

- b) Such programs / presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- c) The programs / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities.
- d) The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time.
- e) The Company may conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.
- f) The independent director is also taken for a market visit and visit to factory. In addition to the above, in case the director is interested in meeting any specific department or function or getting any further detail, the same can also be arranged.

6. Disclosure

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

Details of familiarization programme imparted to independent directors

During the financial year 2023–24, the following are the details of attendance of Independent Directors in Familiarization programmes conducted by the Company:

S. No.	Name of the Independent Director	No. of the Programme attended		No. of hours spent in the programmes attended	
		FY 2023-2024	Cumulative till date	FY 2023-2024	Cumulative till date
1	Mrs. Madhuchhanda Chatterjee	1	3	3	8
2	Mr. Prakash Yashwant Gurav	1	3	3	8
3	Mr. M.V. Raja Rao	1	3	3	8
4	Mr. Ganesan Raghuram	1	3	3	8
5	Mr. Avinash Gupta	1	3	3	8
