



## **J. KUMAR INFRAPROJECTS LIMITED**

Regd Off: 16-A, Andheri Industrial Estate, Veera Desai Road, Andheri (W), Mumbai: - 400 053, Maharashtra.

Phone: +91 22 67743555 Fax: +91 22 26730814

Email: [info@jkumar.com](mailto:info@jkumar.com) Website: [www.jkumar.com](http://www.jkumar.com)

CIN: L74210MH1999PLC122886

### **Details of Familiarisation Programme for Independent Directors**

The Familiarization Program (“the Program”) for Independent Directors of J. Kumar Infraprojects Limited (“the Company”) has been adopted by the Board of Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. (“Listing Agreement”)

#### **These programmes shall include 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.

#### **Purpose of the Programme:**

1. To make aware about the Business Model of the Company;
2. Updating Independent Directors of the Company about scale and details of its operations;
3. Awareness on Rights and Responsibilities of Independent Directors;
4. Overview of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Program has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the Listing Agreement as amended from time to time. These programmes enable the Independent Directors to understand the Company’s business in depth and facilitate their active participation in managing the Company.

As a process when a new Independent Director is appointed, a familiarization programme is conducted by the Senior Management team and, information relevant to the functioning of the Board and Committee and the role and responsibility of Committee members is informed.

The Company through its Executive Director / Key Managerial Personnel will conduct programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.



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Such programmes /presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time. The Directors will get an opportunity to visit Company's site, where site heads/Project Manager appraise them of the operational aspects of the site to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, CSR etc.

The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis. Quarterly presentations on operations to be made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, donations, regulatory scenario etc.

The Independent Directors of the Company have complete access to the information and documents of the Company as per the Programme. As per the practice, the relevant presentation in support of respective agenda for Board / Committee Meeting(s) are made to the Independent Directors on various matters which covers Company's strategy, business model, operations, organisation structure, finance, risk management, quarterly and annual financial results, etc.

The Programme also seeks to update the Independent Directors with their roles, rights, responsibilities, duties under the Companies Act, 2013 and other statutes, Strategy, Operations and functions of the Company.

Each director of the Company has complete access to any information relating to the Company. Board Members are promptly updated on any change and new development with regard to relevant regulatory requirement such as SEBI regulations, Companies Act etc. Familiarisation programmes are also proposed to be conducted on need basis during the term of the directors. The Board members are also made aware about the compliances applicable on the Company by way of quarterly compliances report. Independent Directors have the freedom to interact with the Company's management during the Board/ Committee of Directors meetings or otherwise.



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During the Financial Year 2020-21, apart from all the Board Meeting, the Company has organized a programme for the Independent Directors on March 26, 2021, covering various areas including Overview of Business Activities & Financial Status of the Company, Role & Responsibilities of Board & Independent Directors as per Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The duration of the programme was around 1 hours 15 minutes.