



Onward Technologies Limited

Familiarization Program for Independent Directors

CONTENTS:

Sr. No.	Particulars	Page
I	Introduction	1.
II	Induction, training and familiarization Program for the Independent directors	2.
III	Orientation Program for new directors	3.
IV	Review of the program	3.
V	Outline of familiarization process	3.

I INTRODUCTION

At Onward Technologies Limited, we strongly believe that continuous learning, induction, training and development are given utmost importance in the Company across all levels to update the Independent Directors on a continuous basis on significant developments so as to enable them to take well informed decisions in a timely manner.

The familiarization program for Independent Directors is outlined herein pursuant to Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. This program aims to provide Independent Directors with the knowledge and keep them up to date in the areas which the Company operates, the business model, operational and financial performance across all segments.

The provision of an appropriate induction program for new Directors and ongoing training for existing Directors is a major contributor to the maintenance of high corporate governance standards of the Company.

The induction process is designed to:

- Build an understanding of Onward Technologies Limited, its businesses and the markets and regulatory environment in which it operates;
- Provide an appreciation of the role and responsibilities of the Director;
- Fully equip the Directors to perform their role on the Board effectively; and
- Develop understanding of Company's people and its key stakeholder relationships.

II. INDUCTION, TRAINING AND FAMILIARISATION PROGRAM FOR THE INDEPENDENT DIRECTORS/ NEW DIRECTORS

- On appointment, the concerned director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments.
- Each newly appointed Independent Director is provided an insight into the Company's business and requested to peruse the Company's website providing host of information on business and financial fronts including required disclosures such as financial results, announcements, various policies of the Company etc.
- Every Director of the Company on their appointment is handed over with a copy of Policy Dossier inter-alia containing;
 - (a) Code of Independent Directors;
 - (b) Code of conduct for Directors and Senior Management;
 - (c) Selection Criteria for Independent Directors;
 - (d) Role of Non-Executive Directors;
 - (e) General Terms of Appointment of Directors;
 - (f) Duties of Board of Directors;
 - (g) Scheduling & Selecting Agenda items for Board Meeting;
 - (h) Code of Conduct and Business Ethics;
 - (i) Policy on Prohibition;
 - of Insider Trading,
 - of Fraudulent & Unfair Trade Practices relating to Securities Market,
 - on Forward Dealings in Securities.

III. REGULAR ORIENTATION PROGRAM

The Company shall conduct a formal orientation program for the Independent Director at regular intervals, which may include familiarization of such Director with the following:

- Roles, rights and responsibilities of the Director and the Board as a whole;
- Company's vision, core values, ethics and Corporate Governance practices;
- Business Structure and Overview, Corporate strategy, Business Plans and Annual Targets;
- Familiarization with Company's Business operations, performance, financial statements, other financial matters, Internal control processes and Statutory Compliances;
- Code of Business Ethics and Conduct, Insider Trading Code, Fair Disclosure Code, and others as may be formed by the Company from time to time.

IV. REVIEW OF THE PROGRAM

The Company may review the program and make necessary revisions, as and when required.

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS
[Pursuant to SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015]**

The Company has an on-going Familiarization Programme (“Programme”) for its Independent Directors. The Programme includes the following:

Sr. No.	Details	No. of Meetings attended by Independent Directors		No. of Hours spent by Independent Directors	
		FY2022 – 2023	Cumulative till date	FY2022 – 2023	Cumulative till date
1.	Presentation the Quarterly Business operations, business plans, strategy and budgeting	4	14	4	14
2.	Presentation on the following: <ul style="list-style-type: none"> - Risk Management Policy and its mitigation plan - Internal Financial Controls - Applicability of Women Independent Director - Change in regulatory framework having impact on the Company includes BRSR Reporting 	1	3	1	3
3.	Presentation on the following areas: <ul style="list-style-type: none"> - Companies Policies - Updates on SEBI (LODR), Secretarial Standard & Code of Conduct - Roles and responsibilities of Independent Directors - ESOP Policies - SEBI Insider trading regulations including trading window, trading plan, pre-clearance approval Roles and responsibilities of Independent Directors - Implementation of Structured Digital Database (SDD) - Implementation of Compliance tool application 	1	4	1	4
4.	Presentations to the new Independent Director: <ul style="list-style-type: none"> - Information about the Company’s Profile, Business Model, Organisational structure, the Company’s history and milestones and Leadership overview. - An appointment letter outlining the roles, responsibilities, duties, remuneration, performance evaluation process, insurance cover, Code of Conduct and obligations on disclosures is issued to the new Independent Director. 	1	2	2	4