



# **Konstelec Engineers Limited**

CONSULTING ENGINEERS & EPC CONTRACTORS

CIN: U45203MH1995PLC095011

## **Policy for Familiarization Program for Independent Directors**

**Approved and adopted vide Board resolution dated: 16/10/2023**



**Policy for Familiarization Program for Independent Directors:**

**1. PREAMBLE**

- 1.1 Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) inter-alia stipulates that the Company shall familiarize its Independent Directors with the Company, their roles, rights, responsibilities in the Company, business model of the Company, nature of the industry in which the Company operates etc., through periodical programmes.
- 1.2 This Policy for familiarisation programme (“Policy”) for Independent Directors of Konstelec Engineers Limited (hereinafter referred to as “Konstelec” or “Company”) is accordingly formulated in pursuance of the aforesaid requirements of Listing Regulations.
- 1.3 The Board has approved the Policy in its meeting held on 16<sup>th</sup> October, 2023.

**2. TITLE**

- 2.1 This policy shall be called the ‘Familiarization Program for Independent Directors’.

**3. PURPOSE AND OBJECTIVE**

- 3.1 The Companies Act, 2013, read with the rules thereunder, as amended (the “**Companies Act**”) read with Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI Listing Regulations**”) places increased responsibilities on Independent Directors of the Company. In order to enable the Independent Directors to fulfill their responsibilities efficiently and effectively, a familiarization program (“**Program**”) has been put in place by the Konstelec Engineers Limited (“**Konstelec**” or the “**Company**”) to assist them understand details about the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

**4. FAMILIARIZATION PROCESS**

- 4.1 The Company conducts orientation programs / presentations / training sessions, periodically at regular intervals, to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- 4.2 Such orientation programs / presentations / training sessions 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, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary.

4.3 The programs / presentations also familiarize the Independent Directors with their roles, rights and responsibilities.

4.4 The Company may include such other details and information, as required, during the introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.

**5. REVIEW OF THE PROGRAM**

5.1 The Company may periodically review this Program and make suitable revisions, as may be deemed necessary, from time to time.

**6. PROGRAMME AND DISCLOSURE:**

6.1 The Programme will be conducted "as needed" basis during the year.

6.2 As and when the Programme is conducted the same will be disclosed on the website of the Company and a web link thereto shall also be given in the Annual Report of the Company.

**7. AMENDMENT**

7.1 The Board (including its duly constituted committees wherever permissible), shall have the power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy. This Policy shall be subject to review/changes as may be deemed necessary and in accordance with regulatory amendments from time to time.

For Konstelec Engineers Limited.

Sd/-  
Biharilal Ravilal Shah  
Managing Director  
DIN: 00337318

Sd/-  
Amish Biharilal Shah  
Whole Time Director  
DIN: 01415766

Date: 16/10/2023  
Place: Mumbai

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