

Familiarisation Programme for Independent Directors

TATA ELXSI

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PREAMBLE:

In accordance with requirements of Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013, the Company shall familiarise the Independent Directors through various programs about their roles, rights, responsibilities in the Company, nature of the industry in which it operates, business model of the Company, etc.

OBJECTIVES

- To lay down a structured process to familiarise the Independent Directors prior to /at the time of heir appointment on the Board of the Company so as to enable them to understand the Company - its operations, business, industry and environment in which it functions and the regulatory environment applicable to it

- To update the Directors on a continuous basis on any significant changes that may arise/occur during the course of their tenure on the Board.

- To take all efforts to make the Directors well informed for taking timely decision.

INITIAL FAMILIARISATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS

Prior to the induction of the Director on the Board, the Chairman and/or Managing Director to brief the incoming director about the Company, its line of business and the composition of the present Board etc. On his/her appointment a letter of appointment is issued to the new Independent Director detailing their tenure of appointment, roles, duties & responsibilities, remuneration, commitment, insurance cover, Performance Evaluation Process, Tata Code of Conduct etc.

An induction pack is shared with the New Director which includes the updated Governance Guidelines for Tata Companies on Board effectiveness, Board Diversity Policy, Board Committee Charter, Remuneration Policy, Independent Directors Qualification, Positive Attributes and Definition, CSR Policy, Risk Management Policy, Related Party Transaction Policy, Tata Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices.

The brief overview of the Company and that of the Industry in which the Company is operating, the financials of the Company, Market capitalisation, the details of different Business Segments, latest TBEM application form, Organisational Structure etc. is also shared to have an overall understanding of the Company.

Meetings with the Business Unit Heads are also arranged, if required, at the time of attending the first Board Meeting to understand the respective business units.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINOUS BASIS

The Company holds Annual Business Plan (ABP) meeting at its different development centres. At the ABP meeting presentations are made to the Directors on the Company's long term and short term Strategy. Each of the Business Units Head presents the strategy of their respective Business Units. The CEO also presents the way forward and the future growth of the Company. Prior to the ABP meeting the Directors are briefed the planning methodology in arriving at the ABP figures. Based on the inputs received from the directors the final ABP is arrived at for presentation to the Board.

At different Board meetings the Directors are apprised of the Risk Management Process and its outcome, TBEM Assessment outcome, Company Policies, Changes in regulatory environment as applicable to the Company and Industry,

Quarterly presentations on operations made to the Board includes information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management changes, major litigation, compliances, subsidiary information, etc.

Meetings with Company Executives are also arranged to better understand the business and operations of the Company.

Monthly in-house e-magazine is also shared with the Directors updating them of the latest happenings within the Company and at the Customer front.

DETAILS OF FAMILARISATION PROGRAM IMPARTED TO INDEPENDENT DIRECTORS

The details of familiarisation programs imparted to Independent Directors of the Company are as under:

S. No.	Name of the Director	FY 2025-26		Cumulative till date	
		No. of Programmes attended	No. of hours spent	No. of Programmes attended	No. of hours spent
1	Prof. Anurag Kumar	4	14	14	44
2	Mr. Soumitra Bhattacharya	4	14	7	22
3	Ms. Ashu Suyash	4	14	7	22

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