



## **PSP PROJECTS LIMITED**

### **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

- **PURPOSE AND OBJECTIVE OF THE PROGRAMME**

In accordance with requirements of Regulation 25 and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations'), the Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.

The familiarization programmes which may be conducted for Independent Directors from time to time, would aim to provide understanding about the Company's business and its operations, business strategies, management structure, risk management framework, regulatory environment in which the Company operates, among other things.

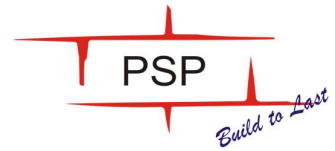
- **PROCESS OF FAMILIARISATION WITH THE COMPANY**

An important aspect of board effectiveness is the appropriate attention to development and training of non-executive directors on the lines of management development and training. The company sees director induction as a first step of the board's continuing improvement. It is the company's firm belief that investment in board development strengthens the board as well as the individual directors. Directors are regularly updated on changes in policies and programmes, laws and the general business environment.

The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment. Regular updates on relevant statutory and regulatory changes are regularly circulated to the Directors.

As per the provisions under Regulation 25 (7) of the Listing Regulations, Familiarization Program for Independent Directors shall include:

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



- Such programmes / 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.
- The Company may conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.
- The Company may conduct technical sessions by external consultants/ experts, outlining the roles, duties and responsibilities of Independent Directors, from Companies Act, 2013 and Equity Listing Agreement perspective.

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### DISCLOSURE OF FAMILIARISATION PROGRAMMES CONDUCTED BY COMPANY

Details of Familiarisation programmes conducted by the company pursuant to the Listing Regulations:

Sr.no	Financial Year	Date of Programme	Topic Covered
1	2017-18	08-03-2018	<ol style="list-style-type: none"> <li>1. SEBI (Prohibition of Insider Trading) Regulations, 2015, as applicable to the company after listing;</li> <li>2. Overall business structure and future strategies of the company.</li> </ol>
2.	2018-19	09-02-2019	<ol style="list-style-type: none"> <li>1. SEBI (Listing Obligations and Disclosure Requirements) Amendment Regulations, 2018;</li> <li>2. Update on Ongoing Projects of the company</li> </ol>
3.	2019-20	22-10-2019	Regulatory updates on amendments in Income Tax provisions for the financial year 2020-21
		07-02-2020	Introduction and procedure for registration of Independent Director on Databank
4.	2020-21	09/11/2020	<ol style="list-style-type: none"> <li>1. Demystifying MSME rules, Gujarat Industrial Policy and New Code on Labour Laws</li> <li>2. Understanding Precast Concrete Technology</li> </ol>
	2020-21	27/01/2021	Regulatory Updates- New CSR Rules notified on 22/01/2021
5	2021-22	27/10/2021	<ol style="list-style-type: none"> <li>1. Regulatory Updates on:               <ol style="list-style-type: none"> <li>i. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>ii. SEBI (Prohibition of Insider Trading) Regulations, 2015</li> <li>iii. The Companies Act, 2013.</li> </ol> </li> </ol>
	2021-22	27/01/2022	Visit to Precast Plant and deep drive discussion on Precast business segment and future strategies thereon.
6	2022-23	27/05/2022	<ol style="list-style-type: none"> <li>1. Regulatory Updates on:               <ol style="list-style-type: none"> <li>i. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>ii. SEBI Circular relating to Related Party Transactions.</li> <li>iii. Updates on amendment regarding Separate posts of Chairperson and the Managing Director or the Chief Executive Officer.</li> <li>iv. Other general Taxation related updates.</li> </ol> </li> <li>2. Updates and status of ongoing Projects of the company.</li> </ol>

	2022-23	09/08/2022	<p>1. Regulatory Updates on:</p> <ul style="list-style-type: none"> <li>i. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>ii. Updates on framework restricting trading by DPs by freezing their PAN at security level.</li> <li>iii. Updates of Business Responsibility and Sustainability Reporting.</li> <li>iv. Introduction of Threshold limit for filing annual return under GST and other GST related updates.</li> <li>v. Treaty benefits for non-residents</li> <li>vi. Relaxation in ECB Norms</li> </ul> <p>2. Updates and status of ongoing Projects of the company.</p>
7	2023-24	02/11/2023	<ul style="list-style-type: none"> <li>i. Updates on Compulsory dematerialization shares of private companies.</li> <li>ii. Update on Revised Standard Operating Procedure (SOP) (issued by BSE) on application filed to the Stock Exchanges w. r. t. Scheme of Arrangements.</li> <li>iii. Other general Taxation related updates.</li> <li>iv. Updates and status of ongoing Projects of the company.</li> <li>v. Updates on Circulars/amendments in SEBI LODR Regulations and SEBI ICDR Regulations.</li> </ul>
		09/02/2024	<ul style="list-style-type: none"> <li>i. Update on ESG Reporting and ESG strategies of the Company.</li> <li>ii. Update on payment made to MSMEs to be allowed on actual payment basis.</li> <li>iii. Updates and status of ongoing Projects of the company.</li> </ul>

**Details of Attendance of Independent Directors in Familiarisation Programme:**

Sr. No.	Name of Independent Director	Financial year	No. of Programmes attended by each director		No. of Hours spent in Programmes Attended	
			During the year	Cumulative till date	During the year	Cumulative till date
1	Mr. Sandeep Himmatlal Shah	2017-18	1	1	3	3
		2018-19	1	2	2	5
		2019-20	2	4	3	8
		2020-21	2	6	3	11
		2021-22	2	8	6	17
		2022-23	2	10	4	21
		2023-24	2	12	2	23
2	Mr. Vasishtha Pramodbhai Patel	2017-18	1	1	3	3
		2018-19	1	2	2	5
		2019-20	2	4	3	8
		2020-21	2	6	3	11
		2021-22	2	8	6	17
		2022-23	2	10	4	21
		2023-24	2	12	2	23
3.	Mrs. Achala Monal Patel	2017-18	NA	NA	NA	NA
		2018-19	NA	NA	NA	NA
		2019-20	NA	NA	NA	NA
		2020-21	NA	NA	NA	NA
		2021-22	NA	NA	NA	NA
		2022-23	1	1	2	2
		2023-24	1	2	1	3