

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS OF TAPARIA TOOLS LIMITED

1. Preamble:

a) 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.

b) The details of such familiarization programmes shall be disclosed on the Company's website and a web link thereto shall be given in the Annual Report.

References to any statute, provision, clause or regulation include references to any subsequent changes to that statute, provision, clause or regulation or any re-enactments thereof.

2. Initial familiarization:

At the time of appointing an Independent Director, a formal letter of appointment is given to him/her, which inter alia explains the terms, role, duties and responsibilities expected from him/her as an Independent Director of the Company.

At the outset, all the Independent Directors are provided with an overview of the following;

- Criteria of independence applicable to Independent Directors as per SEBI(LODR) Regulations, 2015 and the Companies Act, 2013;
- Time Commitment;
- Roles, Duties and liabilities;
- Code of Conduct of Directors and Insider Trading Regulations
- Performance Appraisal & Evaluation process;
- Disclosures and Business Interests;
- Term including Remuneration;
- Policies inclusive of Vigil Mechanism Policy;
- Risk Management Systems & Policies

3. Ongoing familiarization:

The Independent Directors are advised from time to time, of the compliances required under the Companies Act, 2013, SEBI(LODR) Regulation, 2015 and other relevant regulations and requisite affirmations are taken with respect to the same. They are also familiarized with the Company's operations, set up, market shares, governance, internal control processes and other relevant information pertaining to the Company's business and the Company will continue to follow the same in order to enable the Independent Directors to understand and get updated on the business and operations of the Company on a continuous basis.

On an on-going basis, the Company, through its Managing Director &/or Whole time Director(s) as well as other Senior Managerial Personnel(s), as required, conducts presentations/programs to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Independent Directors have the freedom to interact with the Company's management and the senior leadership team of the Company. Presentations are made regularly to the Board of Directors / Audit Committee (AC) (minutes of AC and other Board Committees are circulated to the Board). This helps them to understand the Company's strategy, business model, operations, products, markets, organization structure, facilities, risk management and such other areas. Apart from this, they also have the freedom to interact independently with the Statutory Auditors, the Internal Auditors and external advisors as may be appointed from time to time.

Independent Directors are also free to meet separately without the presence of any management personnel and their meetings are conducted informally to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company.

4. Disclosure /Amendment:

This Policy shall be disclosed on the website of the Company and a web link thereto, shall be provided in the Annual Report of the Company.

The right to interpret / amend / modify this Policy vests with the Board of Directors of the Company.

TAPARIA TOOLS LIMITED

Details of Familiarization Programmes imparted to Independent Directors

Pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act 2013, the Company is required to familiarize the Independent Directors of the Company with their own 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 Company has put in place a system to familiarize the Independent Directors with its products, operations and functions of the Company.

Letter of appointment issued to newly inducted Independent Directors comprises of terms of appointment, duties, responsibilities and expected time commitments etc. During the Board/Committee Meetings the Independent Directors interact with the Management of the Company to understand the Company's business model, operations, strategies, service, product offerings, markets, organizational structures, finance, human resources, technology, quality, facilities and risk management and such other areas as may rise from time to time;

Apart from above, the Directors are also updated with latest amendments of rules and regulations applicable to the Company in the meetings itself.

Details of attendance of Independent Directors in Familiarization Sessions have been as follows :

S. No.	Name of Independent Directors	No. of the Sessions attended		No of hours spent in the sessions attended	
		F.Y. 22-23	Cumulative till date	F.Y. 22-23	Cumulative till date
1	Rajeev Jugalkishor Mundra	The programme were part of Board/Committee Meetings		2	15
2	Sachin Shrinivas Bhattad			2	2
3	Disha Nitin Wadhvani			2	10
4	Premlata Narendra Purohit			2	10
5	Devendra Vyas			2	10
6	Jugalkishor Ramchandra Jaju			2	11