

PUNJAB COMMUNICATIONS LIMITED
FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS
(in terms of Regulation 25 (7) of SEBI (LODR) Regulations, 2015)

PREAMBLE:

The company conducts familiarization programme for Independent Directors as is required by the provisions of Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which states as under:

Regulation 25(7): The listed entity shall familiarise the independent directors through various programmes about the listed entity, including the following:

- (a) nature of the industry in which the listed entity operates;
- (b) business model of the listed entity;
- (c) roles, rights, responsibilities of independent directors; and
- (d) any other relevant information.

PURPOSE AND OBJECTIVE OF THE PROGRAMMES:

- To adopt a structured programme for orientation and training of Independent Directors at the time of their joining 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 continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.
- To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.

FAMILIARIZATION AND CONTINUING EDUCATION PROCESS:

- The Company has put in place systems to familiarize its Independent Directors with the Company, its products, its management, its operations and the industry.
- The Company issues formal letter of appointment to each Independent Director at the time of his/her appointment. The said letter of appointment outlines the Independent Director's role, function, duties, responsibilities and liabilities vis-à-vis the Company. In addition the Company undertakes various measures from time to time to keep the Independent Directors updated about the ongoing projects and new initiatives.
- The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Such programmes / presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, business policies, budgets, review of internal audit, operations, service and product offerings, markets, organization structure,

finance, human resources, technology, quality, facilities and risk management framework and such other areas as may arise from time to time.

- The programmes/presentations also familiarises the Independent Directors with their roles, rights and responsibilities.
- The Independent Directors are also provided access to all documents/ information needed for good understanding of the Company, its operations and the industry.
- The Directors are encouraged to visit Company plants, where senior plant officials apprise them of the operational and sustainability aspects of the units to enable them to have full understanding & appreciation on the activities of the Company. Various plant operations are explained in detail to the Directors by trained personnel.
- The Board has also approved a “Code of Conduct on Corporate Governance” which contains detailed information about the organization, its various policies, Board structure, various committees of Board and their terms of reference and responsibilities of directors etc. The Code is also available on the website of the Company and can be referred at any time, besides availability of Senior Company Personnel to address any enquiry/ information requirements of the Directors at all times.
- Quarterly disclosures on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, donations, regulatory scenario etc. Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, regulatory scenario etc.
- Additionally, the Independent Directors are made aware of various compliances required under the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and other applicable Acts, Laws, Rules and Regulations.
- Two detailed presentations are also given to the Independent Directors:
 - a) one highlighting the meaning, roles, responsibilities and duties of the Independent Directors with reference to Companies Act, 2013, SEBI (LODR) Regulations, 2015 and other applicable Acts, Laws, Rules and Regulations
 - b) the other about the Company’s overview, key milestones, key business segments, nature of business activities, depth of management, company structure other relevant information pertaining to the company
- Further, Management mailers are also sent to Directors on all significant sector and Company news and subjects, as they evolve from time to time.

DISCLOSURE OF THE FAMILIARIZATION PROGRAMME:

The details of this programme are uploaded on the Company’s website in compliance with the provisions of regulation 46(2) of the SEBI (LODR) Regulations, 2015 and a web link for the same shall also be provided in the Annual Report of the Company.