

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

I. INTRODUCTION

The Securities and Exchange Board of India (“SEBI”) vide its notification dated September 02, 2015 issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”). These regulations came into force from December 01, 2015. Regulation 46 of SEBI LODR Regulations states that all the Listed Companies shall disseminate on its website the details of familiarization programme imparted to Independent Directors. The Board of the Directors of the Company have reviewed, modified and adopted this to align the same with the applicable laws, rules and regulations.

PURPOSE AND OBJECTIVE

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 PROGRAMME:

All the Independent Directors present at the meeting are provided an overview of the following:

- Updates on business model, nature of industry, operations and financial performance of the Company
- Review the Performance of Non Independent Directors and the Board as a whole
- Updates on significant developments in the Company
- Policies of the Company on vigil mechanism, related party transactions, risk management etc
- Update on significant amendments in corporate and other laws and its impact on the Company
- Presentation given by all the production and marketing department heads to make the directors familiarize with the following areas:
 - System procedures and strategies
 - Operations
 - Markets
 - Roles and responsibilities
 - Short term and Long term Goals and Objectives

ON-GOING UPDATES:

- Executive Directors/ Senior Managerial Personnel may conduct presentations to familiarize the Independent Directors with business, strategy, operations & financial updates;
- Each Director of the Company shall have complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's Management;
- Periodic presentations are to be made at the Board and Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved;
- Further, the Independent Directors meet without the presence of other Non-Independent Directors and the Company's Management Personnel to discuss matters pertaining to the Company's affairs.
- Important stock exchange announcements and press releases for various news related to the Company may also be forwarded to the Directors from time-to-time;
- Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws shall be regularly circulated to the Directors;
- Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments shall be made at the separate meetings of the Independent Directors held during the year

DISCLOSURE OF THE PROGRAMME

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF V R FILMS & STUDIOS LIMITED ("THE COMPANY") DURING FY 2022-23:

The Company has an orientation process / familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programme to meet the key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis. The Details of Familiarization sessions held pursuant to the Policy are as follows:

1) Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	<ul style="list-style-type: none"> ➤ One Programme during FY 2022-23 : i) 02.03.2023 ➤ Cumulative No. of days till date : 1 day
2) Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	<ul style="list-style-type: none"> ➤ Approx. 02:00 Hours ➤ Cumulative hours till date : 02 hours
3) Purpose of Programme	<ul style="list-style-type: none"> ➤ To update Independent Directors of the Company regarding business management and operations; ➤ Rights and Responsibility of Independent Directors.

Other details of attendance of Independent Directors in Familiarization Sessions are as follows:

Sr. No.	Name of Independent Director	No. of the Sessions attended		No. of hours spent in the Sessions attended	
		FY 2022-23	Cumulative till date	FY 2022-23	Cumulative till date
1	Vishnu Patel	1	1	2	2
2	Vaneeta S Sridhar	1	1	2	2