

## **NDL Ventures Limited\*** (Formerly known as NXTDIGITAL Limited)

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

*Adopted by the Board of Directors on September 23, 2014, pursuant to the Listing Agreement.*

*Amended by the Board of Directors on February 11, 2016, in order to align with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

#### **1. Preamble:**

#### **Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

- a) The Company shall, in terms of Regulation 25(7) of the Listing Regulations, conduct familiarization programmes for the Independent Directors to familiarize them with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and any other relevant information.
- b) The Company shall also disclose such details as mentioned in Regulation 46(2)(i) in relation to familiarization programmes on the Company's website and a web link thereto shall also be given in the Annual Report.

#### **2. Administration:**

The Familiarization program for Independent Directors will be monitored and administered by the Nomination and Remuneration Committee.

#### **3. Familiarization module for Independent Directors:**

Objective	The Company will follow a structured orientation programme for the Independent Directors to understand and get updated on the business and operations of the Company on a continuous basis.	
Orientation module for new and existing directors	Overview of business and business programme and business model of the Company.	WTD to organize
	Introduction to business profile.	FUNCTIONAL HEADS to organise
	Operations overview including overview of business of Direct/foreign Subsidiaries.	

	Financial Performance and budget processes.	
	Familiarization on Statutory compliances including their roles, rights and responsibilities in the Company as a Board Member.	

#### 4. Details:

- a) Familiarization programme will be conducted on "as needed" basis during the year.
- b) As and when familiarization programme is conducted, the same will be disclosed on the website of the Company.

*\*The name of the Company was changed from NXTDIGITAL Limited to NDL Ventures Limited on April 20, 2023, and the Board, at its meeting held on April 28, 2023, approved to effect the name change of the Company in the policies.*