

NDL Ventures Limited

Details of Familiarization Programme to Independent Directors during FY 2023-2024

The Independent Directors were individually/collectively briefed/appraised during FY 2023-2024 as under:

Name of the Independent Directors	Date and duration		Subject Matter
	Date	Duration	
Mr. Anil Harish	25.04.2023	2 hours	<ul style="list-style-type: none"> ➤ Programme on discussion on various existing policies and code and need to revise in the light of various statutory regulations: <ul style="list-style-type: none"> • Related Party Transactions Policy • Policy for determining material subsidiary • Code of Conduct to Regulate, Monitor and Report Trading by Insiders and Internal Procedures • Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information • Whistle Blower Policy and Vigil Mechanism • Risk Management Policy • Remuneration Policy • Policy on determination of materiality of events or information. ➤ Update and impact of various amendment /circular under the Companies Act, 2013 by MCA and under SEBI LODR, Income Tax / GST/ FEMA /RBI: <ul style="list-style-type: none"> • To provide disclosure of material events or information to the stock exchange. • Update on applicability of Revised Related Party Transactions in accordance with the Regulation 23 of SEBI (LODR), Regulations, 2015. • Amendments in SEBI (Prohibition of Insider Trading) Regulations, 2015. • Implementation of Circular on “Simplified norms for processing investor’s service requests by RTAs and norms for furnishing PAN, KYC details and Nomination. • Limited relaxation – dispatch of physical copies of financial statements etc. – Regulation 58 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. • Amendments in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. • Companies (Compromises, Arrangements and Amalgamations) Rules, • Companies (Incorporation) Amendment Rules, 2023
	08.08.2023	2 hours	
	10.10.2023	2 hours	
	13.11.2023	1 hour	
	12.03.2024	2 hours	
Cumulative hours: 9 hours			
Mr. Munesh Khanna	25.04.2023	2 hours	<ul style="list-style-type: none"> ➤ Update and impact of various amendment /circular under the Companies Act, 2013 by MCA and under SEBI LODR, Income Tax / GST/ FEMA /RBI: <ul style="list-style-type: none"> • To provide disclosure of material events or information to the stock exchange. • Update on applicability of Revised Related Party Transactions in accordance with the Regulation 23 of SEBI (LODR), Regulations, 2015. • Amendments in SEBI (Prohibition of Insider Trading) Regulations, 2015. • Implementation of Circular on “Simplified norms for processing investor’s service requests by RTAs and norms for furnishing PAN, KYC details and Nomination. • Limited relaxation – dispatch of physical copies of financial statements etc. – Regulation 58 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. • Amendments in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. • Companies (Compromises, Arrangements and Amalgamations) Rules, • Companies (Incorporation) Amendment Rules, 2023
	08.08.2023	2 hours	
	10.10.2023	2 hours	
	13.11.2023	1 hour	
	12.03.2024	2 hours	
Cumulative hours: 9 hours			

Ms. Bhumika Batra	25.04.2023	2 hours	<ul style="list-style-type: none"> • Companies (Share Capital and Debentures) Amendment Rules 2023. • Companies (Prospectus and Allotment of Securities) Second Rules, 2023 • Companies (Indian Accounting Standards) Amendment Rules, 2023. • Clarification of holding of Annual General Meeting (AGM) through Video Conference (VC) or Other Audio Visual Means (OAVM) • Update about MCA Notification dated October 27, 2023, amended (Management and Administration) Rules, 2014 • Revised Secretarial Standard (“SS”) on Board as well as General Meetings, issued by ICSI. • Change request Form issued by MCA vide MCA Circular dated February 19, 2024.
	08.08.2023	2 hours	
	10.10.2023	2 hours	
	13.11.2023	1 hour	
	12.03.2024	2 hours	
Cumulative hours: 9 hours			

Summary of Familiarization programme of Independent Directors:

Total no. of hours spent on familiarization programme in the financial year 2023-24	9 hours
Total no. of hours spent on familiarization programme in the financial year 2022-23	9 hours
Total no. of hours spent on familiarization programme in the financial year 2021-22	9 hours
Total no. of hours spent on familiarization programme in the financial year 2020-21	9 hours
Total no. of hours spent on familiarization programme in the financial year 2019-20	9 hours
Total no. of hours spent on familiarization programme in the financial year 2018-19	9 hours
Total no. of hours spent on familiarization programme in the financial year 2017-18	8 hours
Total no. of hours spent on familiarization programme in the financial year 2016-17	7 hours
Total no. of hours spent on familiarization programme in the financial year 2015-16	7 hours
Cumulative hours spent on familiarization till date (from April 01, 2015)	76 Hours