

NITYAS GEMS AND JEWELLERY LIMITED
(Formerly known as Nityas Gems and Jewellery
Private Limited)

POLICY ON FAMILIARIZATION PROGRAMMES
FOR INDEPENDENT DIRECTORS

1. INTRODUCTION

This Familiarization Program for Independent Directors of **NITYAS GEMS AND JEWELLERY LIMITED (Formerly known as Nityas Gems and Jewellery Private Limited)** (“the Company”) has been adopted by the Board of Directors. Pursuant to the Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company should schedule a program to familiarize the newly appointed independent directors with the Company and update them on their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. and the details of such familiarisation programmes shall be disclosed on the Company’s website and a web link thereto shall be given in the Annual Report.

2. PURPOSE:

It aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

3. INITIATIVES FOR INDUCTION PROGRAMME:

A new Independent Director will be welcomed to the Board of the Company by sharing the following documents of the Company for his / her references:

- Formal letter of appointment as Director of the Company
- Memorandum and Articles of Association of the Company
- Annual Reports of last three consecutive years & latest corporate presentations
- Codes & Policies applicable to the Directors
- In case the Independent Director is also inducted in the Board Committee(s), he should be provided with the Terms of reference of Committee(s).
- Code of Conduct of Directors and a Brief session for Insider trading regulation.

The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed Director, their fiduciary duties and responsibilities that come with the appointment as a Director of the Company, along with the details of remuneration and performance review process.

4. FAMILIARIZATION PROCESS

The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;

Such programs / presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the

Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time. The programs / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities;

The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time; and conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.

5. DISCLOSURE

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.

6. REVIEW

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The Board of Directors of the Company, subject to applicable laws, is entitled to amend, suspend or rescind this Policy at any time in line with the Listing Regulations. In case of any conflict between this policy and Act, Rules or Regulations or any other law as may be applicable such law shall prevail.

The updated policy shall be continuously hosted on the website of the company.