

Viviana Power Tech Limited – Familiarisation Programme for Independent Directors

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Preamble

As per the provisions of Listing Obligation Disclosure Requirement Regulations, 2015 and other governing provisions, the Company shall familiarize the independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. through various programmes.

Overview of the Familiarisation programme

The Independent Directors are apprised of the functioning of the Company, its product base, raw materials procurement, major supplier and customers, demand & supply position, Imports & exports. The directors are also given an overview of the existing market conditions in which the Company operates.

The independent directors are made aware of their role, responsibilities and obligations at the time of their appointment. Independent Directors are provided with necessary documents/ brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

The appointment letter issued to Independent Directors inter alia includes Code for Independent Directors, Code of Conduct under Corporate Governance, Code of Conduct under Insider Trading. The Code for Independent Directors sets out Guidelines for Professional Conduct, Roles, Functions, Duties etc.

The Independent Directors are explained the compliances required from them under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant regulations. The Company provides regular updates on relevant provisions including changes in Company Law, Securities Law, Listing Agreement with Stock Exchanges and applicable laws to ensure that its Independent Directors are kept abreast on these regulations.

Periodic information is made available at the Board and Committee Meetings on business activities, performance, Capex, domestic and global business environment impacting the Company, business strategy and Risks assessment and Mitigation.

Independent Directors have the freedom to interact with the KMP and Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.

VIVIANA POWER TECH LIMITED

(Formerly known as Viviana Power Tech Private Limited)

ELECTRIFYING NATION WITH TRUST

Epc Projects of Power Transmission/Distribution upto 400KV System

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Objective of programmes:

- ✓ To keep them updated with management structure, business model, operations, scale of business, product development and new projects of Company.
- ✓ To inform about various policies, codes and governance framework of Company.
- ✓ Awareness about their roles and responsibilities in the Board or Committees made thereof.
- ✓ To keep them informed of the regulatory and statutory amendments.

Details of attendance of independent Directors in Familiarisation Programme:

| SR. NO. | Name | Number of programmes held during the year | Number of sessions attended | | No. of hours spent | |
|---------|-------------------------------|---|-----------------------------|----------------------|--------------------|----------------------|
| | | | F/Y 2022-23 | Cumulative till date | F/Y 2022-23 | Cumulative till date |
| 1. | Sneha Prakashbhai Thacker | 1 | 1 | 1 | 1 | 1 |
| 2. | Vishal Ranchhodbhai Thakarani | 1 | 1 | 1 | 1 | 1 |
