KSOLVES INDIA LIMITED

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

KSOLVES
AI First, Always

TABLE OF CONTENTS

Sr. No.	Particulars
1	Purpose
2	Familiarization Process
3	Review of the Program
4	Disclosure under Regulation 25 & 46 of SEBI (LODR) Regulation, 2015

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS OF KSOLVES INDIA LIMITED

The Familiarization Program ("the Program") for Independent Directors of Ksolves India Limited ("the Company") has been adopted by the Board of Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

1. Purpose

The program formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with emphasis on:

- Roles, Responsibilities, duties and Obligations - Board dynamics & functions;
- Nature of business and business model of the Company, Strategic and Operating plans of the Company.
- Corporate Governance, Code of Business Conduct, Compliance Programs, Internal Audit, etc

The Program has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the Listing Regulations as amended from time to time.

2. Familiarization Process

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

The Company may conduct an introductory familiarization program, when a new Independent Director comes on the Board of the Company 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 program shall be conducted in such a manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.

3. Review of the Program

The Board will review this program and make revisions as may be required.

****

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

Details of Familiarization Programmes Imparted to Independent Directors of the Ksolves India Limited

During FY 2020-21

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

- Roles, Responsibilities, duties and Obligations - Board dynamics & functions;
- Nature of business and business model of the Company, Strategic and Operating plans of the Company.
- Corporate Governance, Code of Business Conduct, Compliance Programs, Internal Audit, etc

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. Further, through quarterly Board and Committee meetings, Independent Directors stay continuously informed about the Company's operations and evolving industry challenges.

Details of Familiarisation Programmes imparted to the Independent Directors, Number of Programmes attended by the Independent Directors (during the FY 2020-21 and on a cumulative basis till date)	One Programme 1) 20.01.2021
Number of hours spent by Independent Directors in such programmes (during the FY 2020-21 and on cumulative basis till date).	Approx one hour during the year; 2020-21 being the first year after adoption of the programme, cumulative time is also approx. one hour only.
Purpose of Programme	1) To update Independent Directors of the Company regarding Business activities, scale and details of its operations; 2) Rights and Responsibility of Independent Directors;

During FY 2021-22

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

- Roles, Responsibilities, duties and Obligations - Board dynamics & functions;
- Nature of business and business model of the Company, Strategic and Operating plans of the Company.
- Corporate Governance, Code of Business Conduct, Compliance Programs, Internal Audit, etc

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. Further, through quarterly Board and Committee meetings, Independent Directors stay continuously informed about the Company's operations and evolving industry challenges.

Details of Familiarisation Programmes imparted to the Independent Directors, Number of Programmes attended by the Independent Directors (during the FY 2021-22 and on a cumulative basis till date)	Two Programmes 1) 27.07.2021; 2) 23.01.2022
Number of hours spent by Independent Directors in such programmes (during the FY 2021-22 and on cumulative basis till date).	Approx. two hours during the year; Cumulative time approx. three hours.
Purpose of Programme	1) Board Processes; 2) Code of Conduct of the Independent Directors; 3) Corporate Governance and Compliance Program

During FY 2022-23

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

- Roles, Responsibilities, duties and Obligations - Board dynamics & functions;
- Nature of business and business model of the Company, Strategic and Operating plans of the Company.
- Corporate Governance, Code of Business Conduct, Compliance Programs, Internal Audit, etc

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. Further, through quarterly Board and Committee meetings, Independent Directors stay continuously informed about the Company's operations and evolving industry challenges.

Details of Familiarisation Programmes imparted to the Independent Directors, Number of Programmes attended by the Independent Directors (during the FY 2022-23 and on a cumulative basis till date)	Two Programmes 1) 12.07.2022; 2) 15.01.2023
Number of hours spent by Independent Directors in such programmes (during the FY 2022-23 and on cumulative basis till date).	Approx two hour during the year; Cumulative time approx. five hours.
Purpose of Programme	1) FY'2022-23 Performance (Financials & Operations, CSR) 2) Business Process; 3) Audit Committee Engagement; 4) Corporate Social Responsibility;

During FY 2023-24

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

- Roles, Responsibilities, duties and Obligations - Board dynamics & functions;
- Nature of business and business model of the Company, Strategic and Operating plans of the Company.
- Corporate Governance, Code of Business Conduct, Compliance Programs, Internal Audit, etc

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. Further, through quarterly Board and Committee meetings, Independent Directors stay continuously informed about the Company's operations and evolving industry challenges.

Details of Familiarisation Programmes imparted to the Independent Directors, Number of Programmes attended by the Independent Directors (during the FY 2023-24 and on a cumulative basis till date)	Two Programmes 1) 15.07.2023; 2) 18.01.2024
Number of hours spent by Independent Directors in such programmes (during the FY 2023-24 and on cumulative basis till date).	Approx. two hours during the year; Cumulative time approx. seven hours.
Purpose of Programme	1) FY'2023-24 Performance (Financials & Operations) 2) Board Effectiveness; 3) Framework relating to Prohibition of Insider Trading; 4) Human Resources; 5) Terms of Reference of Board Committees

During FY 2024-25

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

- ➢ Roles, Responsibilities, duties and Obligations - Board dynamics & functions;
- ➢ Nature of business and business model of the Company, Strategic and Operating plans of the Company.
- ➢ Corporate Governance, Code of Business Conduct, Compliance Programs, Internal Audit, etc

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. Further, through quarterly Board and Committee meetings, Independent Directors stay continuously informed about the Company's operations and evolving industry challenges.

Details of Familiarisation Programmes imparted to the Independent Directors, Number of Programmes attended by the Independent Directors (during the FY 2024-25 and on a cumulative basis till date)	Two Programmes 1) 19.07.2024; 2) 19.01.2025
Number of hours spent by Independent Directors in such programmes (during the FY 2024-25 and on cumulative basis till date).	Approx. two hours during the year; Cumulative time approx. nine hours.
Purpose of Programme	1) FY'2024-25 Performance (Financials & Operations) 2) Internal Control; 3) Human Resource; 4) Digital Transformation; 5) RPT Framework;

During FY 2025-26

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

- Roles, Responsibilities, duties and Obligations - Board dynamics & functions;
- Nature of business and business model of the Company, Strategic and Operating plans of the Company.
- Corporate Governance, Code of Business Conduct, Compliance Programs, Internal Audit, etc

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. Further, through quarterly Board and Committee meetings, Independent Directors stay continuously informed about the Company's operations and evolving industry challenges.

Details of Familiarisation Programmes imparted to the Independent Directors, Number of Programmes attended by the Independent Directors (during the FY 2025-26 and on a cumulative basis till date)	Two Programmes 1) 20.07.2025; 2) 20.01.2026
Number of hours spent by Independent Directors in such programmes (during the FY 2025-26 and on cumulative basis till date).	Approx. two hours during the year; Cumulative time approx. eleven hours.
Purpose of Programme	1) FY'2025-26 Performance (Financials & Operations) 2) Digital Transformation & integration of Artificial Intelligence; 3) AI Transformation;

During FY 2026-27

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

- Roles, Responsibilities, duties and Obligations - Board dynamics & functions;
- Nature of business and business model of the Company, Strategic and Operating plans of the Company.
- Corporate Governance, Code of Business Conduct, Compliance Programs, Internal Audit, etc

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. Further, through quarterly Board and Committee meetings, Independent Directors stay continuously informed about the Company's operations and evolving industry challenges.

Details of Familiarisation Programmes imparted to the Independent Directors, Number of Programmes attended by the Independent Directors (during the FY 2026-27 and on a cumulative basis till date).	One Programmes 1) 15.07.2026
Number of hours spent by Independent Directors in such programmes (during the FY 2026-27 and on cumulative basis till date).	Approx. one hour during the year; Cumulative time approx. twelve hours.
Purpose of Programme	1) FY'2026-27 Performance (Financials & Operations) 2) Sanction Compliance Framework;