

**POLICY ON FAMILIARIZATION PROGRAMME
FOR INDEPENDENT DIRECTORS**

Date of Approval of Board
17th February, 2025

PACE DIGITEK LIMITED



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BACKGROUND

The Policy is framed in accordance with the requirements of Schedule IV of the Companies Act, 2013 (hereinafter referred as “Act”) and Regulation 25(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”) [including any amendments thereof].

OBJECTIVE

The objective of this Policy is to familiarize the Independent Directors through various programmes about the company, including:

- a) nature of the industry in which the company operates;
- b) business model of the company
- c) roles, rights and responsibilities of independent directors and;
- d) any other relevant information

DEFINITIONS

“**Company**” shall mean Pace Digitek Limited.

“**Independent Directors**” shall be the Board Members as defined under Section 2(47) read with Section 149(5) of the Act.

“**Key Managerial Personnel**” or “**KMP**” means key managerial personnel as defined in sub-section (51) of section 2 of the Companies Act, 2013.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

The Independent Directors of the company are familiarized with the company operations including their roles and responsibilities by way of following:

- a) Orientation/ Induction Program which include:
 - a. Brief introduction about the Company, its operations, organization structure.
 - b. Session with Business Head and Corporate Functional Head

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- b) Formal letter of appointment indicating the roles and responsibilities, remuneration, performance evaluation process and disclosure obligation.
- c) Corporate documents which include Company Profile and history, its Mission, Vision and Value statement, Memorandum and Articles of Association, Annual Reports of last three consecutive years, Code of conduct and Policies applicable to the Directors.
- d) Programs conducted by the Executive Director and Key Managerial Personnel to familiarize the Independent Directors with Company risk management strategies, various committees and board procedures.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON AN ONGOING BASIS

Presentations being made at the Board Meeting on Company's performance including update on regulatory, environment and sustainability, safety and health, risk management, and other relevant matters.

DISCLOSURE REQUIREMENT

As required under Regulation 46(2) and Regulation 62(1A) of Listing Regulations, the Company shall disseminate the details of familiarization programmes imparted to independent directors on the website including the following information:

- a) number of programmes attended by independent directors (during the year and on a cumulative basis till date),
- b) number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and
- c) other relevant details

REVIEW AND AMENDMENT OF THE POLICY

- a) The Board shall review the Policy from time to time and shall amend as may be required in accordance with the applicable regulations.
- b) In the event of any conflict with respect to any particular clause of this policy and the relevant applicable law of the land shall prevail, to the extent that it concerns itself with that particular clause. The rest of the policy will continue to remain valid.

DISCLOSURE OF THE POLICY

As required under the Regulation 46(2) Listing Regulations, the Policy shall be disclosed on the Company's website and a web link shall be provided in the Annual Report.

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DETAILS OF FAMILIARISATION PROGRAMMES TO INDEPENDENT DIRECTORS

[Pursuant to Regulation 46(2) and 62(1A) of the Listing Regulations]

Sr . N o	Name of Independent Director	Subject Matter of the Programme	No. of programmes attended by Independent Directors		No. of Hours spent by Independent Director	
			FY 24-25	Till date	FY 24-25	Till date
1						
2						
3						

