
FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

TABLE OF CONTENTS

1. <u>PURPOSE</u>	2
2. <u>FAMILIARIZATION PROGRAMME</u>	3
3. <u>DISCLOSURE OF THE PROGRAMME</u>	3
4. <u>REVIEW OF THE PROGRAMME</u>	3
5. <u>DETAILS OF FAMILIARIZATION PROGRAMMES TO INDEPENDENT DIRECTORS</u>	4

1. **PURPOSE**

Pursuant to Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company is required to familiarize the Independent Directors ('IDs') 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 programs.

2. **FAMILIARIZATION PROGRAMME**

In line with the above, IndiaMART InterMESH Limited ('Company') follows a structured familiarization Programme wherein the IDs of the Company are made familiar with the activities and happenings of the Company. Some initiatives are as follows:

i. **Familiarization upon induction of new independent directors**

- At the time of appointment, an appointment letter incorporating the rights, duties, roles, responsibilities etc., forming a part of the engagement terms are handed over to the IDs;
- One-on-One interactive introduction sessions with the Senior Management Personnel are arranged for the IDs;
- Familiarization of IDs with reports and relevant internal policies to enable them to understand the Company's procedures and practices.

ii. **Continual Familiarization Programme**

- Business strategies sessions including residential programmes while exploring expansion of business whether organic or inorganic, deliberating material changes in economic, social, technology and regulatory environment having significant impact on business;
- Periodical review and deliberations on business operations through periodical presentations and briefing by CEO/Managing Director/ Senior Management Personnel (Direct Reports of CXOs);
- Periodical update on risk management, statutory changes and legal proceedings having direct or indirect impact on the business.

3. **DISCLOSURE OF THE PROGRAMME**

The details of familiarization programmes shall be disclosed on the Company's website and a weblink thereto shall also be given in the Annual Report. The familiarization programme is detailed in ***Annexure A***.

4. REVIEW OF THE PROGRAMME

The Board will review this program and make revisions as may be required from time to time to ensure it meets the requirements of legislation and the needs of Company.

Annexure-A

DETAILS OF FAMILIARIZATION PROGRAMMES TO INDEPENDENT DIRECTORS

[Pursuant to Regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

The Company with an objective to enable the directors to understand its operations, strategy, business, industry and environment in which it functions and the regulatory environment applicable to it apprised the directors, during and/or after Board Meetings about important developments and new initiatives undertaken by the Company. The details of familiarization programmes conducted for the Independent Directors are as under:

A) For FY 2023-24

S No	Name of Independent Director	No. of Programmes attended		No. of hours spent (in hr:mm) (approx.)	
		FY 2023-24	Cumulative till date	FY 2023-24	Cumulative till date
1	Rajesh Sawhney	3	35	03:00	36:10
2	Vivek Narayan Gour	3	34	03:00	35:10
3	Pallavi Dinodia Gupta	3	6	03:00	05:30
4	Aakash Chaudhry	2	2	02:00	02:00

B) For FY 2022-23

S No	Name of Independent Directors	No. of Programmes attended		No. of hours spent (in hr:mm) (approx.)	
		FY 2022-23	Cumulative till date	FY 2022-23	Cumulative till date
1	Rajesh Sawhney	9	32	05:10	33:10
2	Vivek Narayan Gour	7	31	03:90	32:10
3	Pallavi Dinodia Gupta*	3	3	02:30	02:30
4	Elizabeth Lucy Chapman#	5	27	02:70	30:50

*Ms. Pallavi Dinodia Gupta was appointed as an Independent Director of the Company with effect from October 20, 2022.

#Ms. Elizabeth Lucy Chapman resigned as an Independent Director of the Company with effect from October 07, 2022.

C) For FY 2021-22

S No	Name of Independent Directors	No. of Programmes attended		No. of hours spent (in hr:mm)(approx.)	
		FY 2021-22	Cumulative till date	FY 2021-22	Cumulative till date
1	Rajesh Sawhney	9	23	18:50	28:00
2	Vivek Narayan Gour	10	24	18:70	28:20
3	Elizabeth Lucy Chapman	9	22	18:50	27:80