

## KROSS LIMITED

### **Note on familiarization programmes imparted to independent directors pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**

In terms of Regulation 25 of SEBI Listing Regulations, the Company shall familiarise the independent directors through various programmes about the Company, including the following:

- (a) Nature of the industry in which the Company operates;
- (b) Business model of the Company;
- (c) Roles, rights, responsibilities of independent directors; and
- (d) Any other relevant information

The Company conducts various programmes for its directors, including the Independent Directors on an ongoing basis in the nature of familiarisation in the above areas. Some of such programmes carried by the Company are as under: -

- a. On quarterly basis, various presentations were made on different functions and areas by the Senior Executives covering inter alia the business of the Company. The presentations also covered the industry growth, industry and peer financials, customer rating, new projects, update on existing projects, plans and strategies.
- b. Recent amendments / major developments in the areas of Companies Act 2013, SEBI Listing Regulations, SEBI Insider Trading Regulations etc. were presented to the Board members from time to time.
- c. Board members were informed about their roles, responsibilities and duties through Board papers.
- d. Additional Board meeting was conducted to discuss on Company's Strategy, detailed operational aspects, the business of the Company and growth prospects.
- e. To understand the intricacies of the business and functions of the Company, meeting of Independent Directors are arranged. As a result, Senior Management also gets guidance from vast knowledge and experience of Independent Directors.
- f. Immediately after appointment of new director, as a part of induction process, the Company has the practice of familiarising the new director with information on various aspects of the Company, including the following:
  - Cross Code of Conduct
  - Cross Code of Conduct for Board of Directors, Members of Senior Management and Insiders
  - Annual reports
  - Plant visits

### **Details of familiarization programmes imparted to independent directors are as under:**

| <b>Financial Year</b> | <b>No. of Programmes attended by independent directors (during the year and on a cumulative basis till date)</b> | <b>No. of Hours Spent by independent directors (during the year and on a cumulative basis till date)</b> |
|-----------------------|--|--|
| 2023- 24              | 2  | 5  |
| 2024-25               | 1  | 4  |
| <b>Total</b>          | <b>3</b>   | <b>9</b>   |

*\*The Company has got its shares listed on 16<sup>th</sup> September 2024*