

FAMILARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

[Pursuant to Regulations 25(7) and 46 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Patanjali Foods Limited (Formerly known as Ruchi Soya Industries Limited) (“the Company”) strongly believes that an effective familiarization programme helps the Independent Directors, not only to have greater insight into Company’s business but also contributes effectively in decision making at Board / Committee meetings.

Considering that the Company is having interest in various businesses, spread across the country, it is important that the Independent Directors are well versed with the business and related activities, including but not limited to the nature of industry, products, markets, operations, policies, regulatory aspects affecting the Company etc. This is achieved through a familiarization programme. Certain programme activities are merged with the Board/Committee meetings to suit the convenience of Directors.

All the Independent Directors are well versed with the industry, business operations and policies/ practices of the Company.

The Independent Directors are apprised through appointment letters, on their roles, duties & responsibilities, time commitment required, remuneration and also the process for evaluation of the performance of the Board, Board Committees and individual directors.

Regular interactions are held between statutory and internal auditors and independent directors. Quarterly updates on relevant statutory and regulatory changes are circulated to the Directors. The Directors are also informed of important developments in the Company.

At the Board and committee meetings during the year, presentation is made to the Board/Committee on the economy & industry scenario, operational and financial performance of the Company, market share, risks & mitigation plans, initiatives on health & safety, CSR, compliances, major litigation, regulatory scenario etc. which keep the directors updated on the operations and the key developments impacting the company.

Independent Directors are also free to meet separately without the presence of any management personnel and their meetings are conducted informally to enable the Independent Directors to discuss matters pertaining to the Company’s affairs and put forth their combined views to the Board of Directors of the Company.

On matters of specialized nature, the company engages outside experts/consultants for presentation and discussions with the Board members as and when necessary.

During the year, following major areas / topics were covered under the familiarization program:

Area	Topics	Delivered by	Mode
Business and Industry	- Business & Operational Performance of the Company	CFO and CEO	Board / Committee Meeting, periodical updates
Financial and Treasury	- Financial Results and Performance	CFO	Board / Committee Meeting
Environment, Social and Governance	- CSR Initiatives and their impact - Internal Audit Plans and findings - Internal financial controls and Risk Management Systems	CFO and CEO	Board / Committee Meeting
Legal and Regulatory Compliance	- Compliances with various applicable laws - Compliance Management System - Various activities undertaken by Registrars & Transfer Agent (RTA) - Material litigation involving shares - Hedging operations on commodity and forex - Review of various policy	CS, CFO, CEO, Legal Head	Board / Committee Meeting

The details as required under Regulation 46(2)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations, 2015”) are as under:

Financial Year	Number of familiarization programmes attended by the Independent Directors	No. of hours spent during the financial year	Cumulative hours spent on familiarization*
2022-23	7	5.50	18
2023-24	6	3.00	21

*Notes :

1. All the Independent Directors associated with the Company are well versed with the Company’s business, the products, the nature and dynamics of the industry in which it operates.
2. Since the resolution plan in regard to the Company approved by Hon’ble National Company Law Tribunal, Mumbai Bench under Insolvency and Bankruptcy Code, 2016 was implemented in the Company in the year 2019-20, the details of cumulative hours spent on familiarization mentioned herein above is from the date of implementation of resolution plan in the year 2019-20.
3. It is presumed that at least 30 minutes have been spent for the purpose of familiarization at every board meeting.