



CANTABIL RETAIL INDIA LIMITED

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**FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS
DISCLOSURE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015**

Preamble

Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) inter alia stipulates that a Company shall familiarise the Independent Directors (“**IDs**”) with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which it operates, business model, etc., through various programmes.

The Board members of Cantabil Retail India Limited (“**the Company**”) are provided with every opportunity to familiarise themselves with the Company, its management and the industry in which it operates.

Orientation Programme upon induction of new Directors

- On appointment, a formal letter of appointment is given and an induction programme is conducted for IDs to familiarize them with their roles, rights, responsibilities in the Company alongwith industry, business, operations and business model of the Company. It also includes the familiarization with important statutory & regulatory provisions, code of conduct and other policies of Company applicable to them.
- Directors are updated on business (achievements/ awards & recognition/new products/expansion/strategy/budgets), industry, operations, technology & financial statements of the Company in Board/Committee meetings and other forums. The Directors also get the opportunity to interact with the Senior Management.
- Independent Directors are provided with relevant documents, reports and internal policies to enable them to familiarize with the Company’s procedures and practices.
- Directors of the Company have access to information related to the Company. They are provided with all relevant documents/information requested by them for enabling a good understanding of the Company and its various operations.
- External training programme options are provided covering various topics like Corporate Governance, Director’s Role & Responsibilities etc. through seminars, conferences and work shop etc.

Other Initiatives to update the Directors on a continuing basis

The Directors has active communication channel with Senior Management, which allow free flow of communication in terms of raising queries, seeking clarifications enabling good understanding of operations of the Company.

On an ongoing basis, the Company periodically presents at the Board/Committee meetings to familiarise the directors with the Company's strategy, business performance, risk management, human resource and other related matters.

The Company also holds off site Board meetings on detailed deliberations of strategy of the Company. Senior Management team of the Company and Group entities are also present at such meetings to give an in-depth insight to the members of the Board.

Details of the number of programmes imparted and number of hours spent by Independent Directors so far yearly and cumulatively

Financial Year 2022-23					
Sl. No.	Particulars of Programs	No. of program hours held	Name of Independent Directors (IDs)		
			Mrs. Renu Jagdish	Mr. Rajeev Sharma	Mr. Balvinder Singh Ahluwalia
			No. of program hours attended		
1	Update on Risk Management	2.00	2.00	2.00	2.00
2	Business Updates	0.50	0.50	0.50	0.50
3	Internal Audit Update	1.00	1.00	1.00	1.00
4	Statutory Compliances Updates	0.50	0.50	0.50	0.50
5	Review of Performance of the Non – Independent Directors including Chairperson	0.50	0.50	0.50	0.50
6	Review of Performance of the Board	0.50	0.50	0.50	0.50
7	Internal Control and weakness	0.50	0.50	0.50	0.50
8	Production Procedures	0.50	0.50	0.50	0.50
Total		6.00	6.00	6.00	6.00
No. of programmes attended by IDs on cumulative basis			8	8	8
No. of hours spent by IDs at programmes on cumulative basis			6.00	6.00	6.00

Financial Year 2023-24					
Sl. No.	Particulars of Programs	No. of program hours held	Name of Independent Directors (IDs)		
			Mrs. Renu Jagdish	Mr. Rajeev Sharma	Mr. Balvinder Singh Ahluwalia
			No. of program hours attended		
1	Update on Risk Management	1.00	1.00	1.00	1.00
2	Business Updates	0.50	0.50	0.50	0.50
3	Internal Audit Update	1.00	1.00	1.00	1.00
4	Update on latest amendments in SEBI Listing Regulations, 2015	1.50	1.50	1.50	1.50
5	Production Procedures	0.50	0.50	0.50	0.50
6	Update on SEBI Circular dated 31 st July, 2023 (ODR)	0.50	0.50	0.50	0.50
Total		5.00	5.00	5.00	5.00
No. of programmes attended by IDs on cumulative basis			6.00	6.00	6.00
No. of hours spent by IDs at programmes on cumulative basis			5.00	5.00	5.00

Financial Year 2024-25					
Sl. No.	Particulars of Programs	No. of program hours held	Name of Independent Directors (IDs)		
			Mrs. Arpana Jain	Mr. Rajeev Sharma	Mr. Lalit Kumar
			No. of program hours attended		
1	Update on Risk Management	1.00	1.00	1.00	1.00
2	Business Updates	0.50	0.50	0.50	0.50
3	Internal Audit Update	1.00	1.00	1.00	1.00
4	Update on latest amendments in SEBI Listing Regulations, 2015	1.50	1.50	1.50	1.50
5	Production Procedures	0.50	0.50	0.50	0.50
Total		4.50	4.50	4.50	4.50
No. of programmes attended by IDs on cumulative basis			5.00	5.00	5.00
No. of hours spent by IDs at programmes on cumulative basis			4.50	4.50	4.50