



# **MEDI-CAPS LIMITED**

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

(PURSUANT TO REGULATIONS 25(7) & 46(2) (i) OF SEBI (LISTING  
OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND  
SCHEDULE IV OF THE COMPANIES ACT, 2013

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## **FAMILIARIZATION PROGRAMMES CONDUCTED IN F.Y. 2022-2023 FOR INDEPENDENT DIRECTORS**

### **OBJECTIVES:**

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“the Listing Regulations”) and Schedule IV of the Companies Act, 2013 requires a Company to familiarize its Independent Directors through various programmes about the Company, including the following:

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

Further to update the Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.

### **ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS:**

1. A familiarization pack is handed over to the new inductee, which include the Company’s Corporate Profile, its Mission, Vision and Values Statement, Organizational structure, the Company’s history and milestones, latest Annual Report–Indian and U.S. GAAP, Code of Conduct applicable to Directors/employees of the Company, the ‘Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices’ along with a summary on do’s and don’ts pertaining to Insider Trading issues and the latest Annual Reports.
2. In case the inductee is also inducted on the Audit Committee, he is handed with the Audit Committee Charter, the Internal Audit Charter and the Whistle Blower Policy.
3. A visit to the Company’s registered office and corporate office as well as subsidiary Company’s plant, wherein the inductee is introduced to the various personnel. Further meeting with corporate functional heads is also arranged.
4. A brief introduction about the company and its subsidiary is also made.

### **OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:**

1. Board meetings are held, wherein the Directors are introduced to the Company’s plans and initiatives on safety, quality, etc.
2. Meetings with Company’s Executives are also arranged for better understanding of the business and operations of the Company.

3. The presentations at Board meetings include updates on regulatory, business environment, risk Management, Company policies and other relevant issues. Quarterly Operations Report which includes information on business performance, operations, market share, financial parameters, working capital management senior management changes, litigations, compliances, fund-flows and subsidiary data is presented to the Board.
4. The Directors are encouraged to visit the Company's website which includes the relevant updates relating to the company.
5. The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment.
6. Regular updates on relevant statutory and regulatory changes are regularly circulated to the Directors.

Further, Regulation 46(2)(i) of the Listing Regulations requires a Company to disseminate on its website the details of familiarization programmes imparted to Independent Directors including the following details:-

1. Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date),
2. Number of hours spent by Independent Directors in such programmes (during the year and on a cumulative basis till date), and
3. Other relevant details.

In terms of above, the Company conducted the following familiarization programmes for its Independent Directors:

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO  
INDEPENDENT DIRECTORS  
(AS PER THE REGULATION 25(7) AND 46(2)(i) OF THE SEBI (LODR) REGULATION,  
2015:**

<b>S.N.</b>	<b>PARTICULARS (DATE OF PROGRAMMES)</b>		<b>MR. ASHOK OMPRAKASH AGRAWAL</b>	<b>MR. PRAMOD FATEHPURIA</b>	<b>MR. DHARMENDRA SOLANKI</b>	<b>MR. SOURABH KUMAR SHRIVAS</b>
1	10 <sup>th</sup> June, 2022	Whether Attended Y/N/NA/AVC	Y	Y	Y	NA
	02.00 hour	Hours Spent	02:00 hour	02:00 hour	02:00 hour	NA
2	11 <sup>th</sup> Nov., 2022	Whether Attended Y/N/NA/AVC	Y	Y	Y	Y
	02.00 hour	Hours Spent	02:00 hour	02:00 hour	02:00 hour	02:00 hour
3	03 <sup>rd</sup> Feb., 2023	Whether attended Y/N/NA/AVC	Y	Y	Y	Y
	02.00 hour	Hours Spent	02:00 hour	02:00 hour	02:00 hour	02:00 hour
	Total hours spent during the year 2022-23		06:00 Hours	06:00 Hours	06:00 Hours	04:00 Hours
	Cumulative Hours spent till date from 01.04.2015		33:00 Hours	33:00 Hours	14:00 Hours	04:00 Hours

In the above table the following signs denote the following:

Y–Present for the meeting in person

N–Absent for the meeting

AVC– Present for the meeting through Audio /Video Conferencing.

NA–Not applicable being not a director at the time of meeting /not applicable being not a member of the Committee at the time of meeting.