RATHOD JEWELLERY MANUFACTURING LIMITED
(formerly known as Rathod Jewellery Manufacturing Private Limited)

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

CIN: U36910PN2012PLC142922
Registered Office: Plot No. F-12/1, MIDC Shiroli, Kolhapur, Hatkanangle, Maharashtra, India – 416122.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

The role of Independent Directors has been of paramount importance to the corporate world, its investors, stakeholders, regulators as these directors are required to uphold ethical standards of integrity and exercise independent judgement to assist in implementing the best corporate governance practices, while fulfilling the strict criteria of being independent of the management and the Company. Hence, it becomes imperative on the part of the Company to adequately familiarize independent directors with the Company, its operations, management, and regulatory framework governing the organization.

As per Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations"), every listed entity shall familiarize the Independent Directors about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.

As per Regulation 46(2) of the SEBI (LODR) Regulations, the listed entity shall disseminate the details of familiarization programmes imparted to Independent Directors under a separate section on its website.

As per '**Schedule IV' of the Companies Act, 2013** i.e., '**Code for Independent Directors**', the Independent Directors shall undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the company.

1. SCOPE

In view of the same, this "**Familiarization Program for Independent Directors**" of Rathod Jewellery Manufacturing Limited (**"the Company"**) (formerly known as Rathod Jewellery Manufacturing Private Limited) has been framed to provide insights into the Company and to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company as also the regulatory requirements in compliance with Regulation 25(7) of the SEBI (LODR) Regulations and 'Schedule IV' of the Companies Act, 2013.

To make the Independent Directors aware about their roles, responsibilities and liabilities as per Companies Act, 2013, SEBI (LODR) Regulations and other applicable laws and to get better understanding about the Company, nature of industry in which it operates and environment in which it functions, business model, long term/short term/strategic plans etc.

2. OBJECTIVES

Through the Programme, the Company aims to achieve the following objectives:

(a) Familiarize the Independent Directors with the Company, its business model; nature of the industry in which the Company operates; roles, rights, responsibilities of Independent Directors in the Company.
(b) To inform them of all the laws, rules, regulations and guidelines applicable to the Company.
(c) To generate and obtain valuable and informed decision from the directors on the matters to be brought or discussed at the Board Meetings.

3. FAMILIARIZATION PROCESS

a. A familiarisation pack will be handed over to the newly inducted Independent Director, which will include the Company's corporate profile, its vision, mission and value statement, the Company's organisational structure, the Company's history and milestone, latest annual report, Code of Conduct for directors and senior management and Code of Conduct for prevention of insider trading along with a summary on do's and don'ts pertaining to Insider Training. It will also include the details of nature of industry and the external environment in which the Company operates.

b. A detailed appointment letter incorporating the role, duties and responsibilities will be issued to the independent director for his/her acceptance.

c. They will also be introduced to the Secretarial Head for understanding the shareholding pattern, board structure, board committees the board committees and their functions, policies applicable to the independent director, their roles, responsibilities, duties, rights as an independent director and the laws applicable to the company, their monitoring and compliance process and the finance head for understanding the financial and other related aspects of the company.

d. The Company will conduct orientation programmes / presentations / training sessions, periodically at regular intervals, to familiarize the independent directors with the strategy, operations and functions of the Company, the nature of the industry in which the Company operates and business model of the Company.

e. Such orientation programmes / presentations / training sessions provide an opportunity to the independent directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary.

f. The programmes / presentations also familiarize the independent directors with their roles, rights and responsibilities. The Company may include such other details and information, as required, during the introductory familiarization programme / presentation, when a new independent director comes on the board of the Company.

g. When a new independent director comes on the board of the company, a meeting will be arranged with the managing director & group CEO, chief financial officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.

h. The programmes essentially have two broad components – technical and behavioural. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in the Company. The behavioural component shall empower the participants to understand board procedures and help them to be effective in board activities. The Programmes also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code of conduct for fulfilment of their responsibilities in a such manner so as to promote confidence of the investor community particularly minority shareholders, regulatory authorities and the stakeholders at large.

i. Each independent director has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. Independent Directors have unrestricted access to information and documentation necessary for a complete understanding of the Company's business and its operations, and the industry segments of which it is a part. Apart from this, they are also entitled to independent interactions with the Statutory Auditors, the Internal Auditors, and external advisors, if any, appointed from time to time. Presentations/ updation on operations are made to the Board informing about business performance, operations, working capital management, changes in the senior management, compliances, subsidiary information, etc.

j. Periodical regulatory updates impacting the business which helps the director familiarize himself with the Company, its business, and the regulatory framework in which the Company operates is circulated and discussed.

k. The independent directors are entitled to have independent interactions with the statutory auditors and the internal auditors appointed from time to time. They meet during board and committee meetings where the independent directors discuss matters pertaining to the Company's affairs and then put forth their combined views to the board of directors of the Company.

l. The Company may conduct an introductory familiarization programme / presentation, when a new Independent Director comes on the Board of the Company.

4. DISCLOSURE

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Corporate Governance Section in the Annual Report of the Company.

Details of familiarization programmes imparted to Independent Directors, including the following details, shall also be disclosed under a separate section on the website of the Company:

(a) Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date);
(b) Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date); and
(c) Other relevant details.

5. REVIEW OF THE PROGRAMME

The Board may from time to time review the Familiarization Policy and may revise the same as and when required to adopt the best practices in the industry.

6. AMENDMENT

The provisions of this Policy can be amended/ modified by the Board from time to time and all such amendments/ modifications shall take effect from the date stated therein. all directors and senior management personnel shall be duly informed of such amendments and modifications.

Effective Date: 28-09-2026

Place: Kolhapur

Note: Approved in the meeting dated 28-09-2026

RATHOD JEWELLERY MFG. LTD. KOLHAPUR