

## KEC INTERNATIONAL LIMITED

This Familiarization Program (“the Program”) for Independent Directors of KEC International Limited (“the Company”) has been adopted by the Board of Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and as per erstwhile clause 49 of the Listing Agreement.

### 1. Preamble

The Regulation 25(7) & 46 of the Listing Regulations stipulates that:

- a) The Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programs.
- b) The details of such familiarization programs shall be disclosed on the Company’s website and a web link thereto shall be given in the Annual Report.

### 2. Familiarization Process.

**2.1** On an ongoing basis, the Company through its Managing Director & CEO and the Senior Management Personnel, conduct presentations to familiarize the Independent Directors with the performance, strategy, operations, Risk Management and functions of the Company.

**2.2** Such presentations will provide an opportunity to the Independent Directors to interact with the Senior Management team of the Company and help them to understand the Company’s strategy, business model, operations, service, organization structure, facilities and risk management and such other areas;

**2.3** The programs / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities;

**2.4** On appointment of an Independent Director, a formal letter of appointment is given to him, which *inter alia* explains the role, functions, duties and responsibilities expected of him/her as a Director of the Company, Insurance Cover, Code of Conduct etc. The Company may conduct an introductory familiarization program/ presentation, when a new Independent Director comes on the Board of the Company.

### 3. Review of the Program

The board will review this program and make revisions as may be required.

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## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2024-25

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2024-25 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering *inter alia*, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

Number of programmes held during FY 2024-25: Eight programmes of about 30 minutes each.

#### Details of attendance of Independent Directors in familiarization programmes:

Name of Director	FY 2024-25		Cumulative*	
	No. of Programs attended	No. of Hours (hh:mm)	No. of Programs	No. of Hours (hh:mm)
Mr. A. T. Vaswani <sup>(1)</sup>	1	0:30	116	58:00
Mr. D. G. Piramal <sup>(2)</sup>	2	1:00	115	57:30
Mr. M.S. Unnikrishnan	8	4:00	59	29:30
Ms. Neera Saggi	8	4:00	8	4:00
Ms. Nirupama Rao	7	3:30	96	48:00
Mr. Ramesh D. Chandak	1	0:30	60	30:00
Mr. S. M. Trehan <sup>(2)</sup>	3	1:30	115	57:30
Mr. Vikram Gandhi	5	2:30	36	18:00
Mr. Vimal Bhandari <sup>(3)</sup>	7	3:30	7	3:30
Dr. Shirish Sankhe <sup>(3)</sup>	7	3:30	7	3:30
Mr. Arvind Singh <sup>(4)</sup>	6	3:00	6	3:00

\*Cumulative means since FY 2014-15

<sup>(1)</sup> Resigned as an Independent Director of the Company w.e.f. April 11, 2024.

<sup>(2)</sup> Retired as an Independent Director of the Company w.e.f. July 27, 2024.

<sup>(3)</sup> Appointed as an Independent Director of the Company w.e.f. May 07, 2024.

<sup>(4)</sup> Appointed as an Independent Director of the Company w.e.f. June 01, 2024.

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2023-24

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2023-24 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering *inter alia*, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

Number of programmes held during FY 2023-24: Thirteen programmes of about 30 minutes each.

#### Details of attendance of Independent Directors in familiarization programmes:

Name of Director	FY 2023-24		Cumulative*	
	No. of Programs attended	No. of Hours (hh:mm)	No. of Programs	No. of Hours (hh:mm)
Mr. A. T. Vaswani	13	06:30	115	57:30
Mr. D. G. Piramal	11	05:30	113	56:30
Mr. G. L. Mirchandani <sup>(1)</sup>	0	00.00	101	50:30
Mr. M.S. Unnikrishnan	13	06:30	51	25:30
Ms. Neera Saggi <sup>(2)</sup>	NA	NA	NA	NA
Ms. Nirupama Rao	13	06:30	89	44:30
Mr. Ramesh D. Chandak	13	06:30	59	29:30
Mr. S. M. Trehan	11	05:30	112	56:00
Mr. Vikram Gandhi	5	02:30	31	15:30

\*Cumulative means since FY 2014-15

<sup>(1)</sup> Resigned as an Independent Director of the Company w.e.f. July 15, 2023.

<sup>(2)</sup> Appointed as an Additional Director (Non-Executive, Independent) w.e.f. March 27, 2024.

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2022-23

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2022-23 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering *inter alia*, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

Number of programmes held during FY 2022-23: Twelve programmes of about 30 minutes each.

#### Details of attendance of Independent Directors in familiarization programmes:

Name of Director	FY 2022-23		Cumulative*	
	No. of Programs attended	No. of Hours (hh:mm)	No. of Programs	No. of Hours (hh:mm)
Mr. A. T. Vaswani	12	06.00	102	51.00
Mr. D. G. Piramal	12	06.00	102	51.00
Mr. G. L. Mirchandani	12	06:00	101	50.30
Mr. M.S. Unnikrishnan	12	06.00	38	19:00
Ms. Nirupama Rao	12	06:00	76	38:00
Mr. Ramesh D. Chandak	12	06:00	46	23:00
Mr. S. M. Trehan	12	06:00	101	50:30
Mr. Vikram Gandhi	7	03:30	26	13:00

\*Cumulative means since FY 2014-15

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2021-22

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2021-22 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering *inter alia*, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

Number of programmes held during FY 2021-22: Ten programmes of about 30 minutes each.

#### Details of attendance of Independent Directors in familiarization programmes:

Name of Director	FY 2021-22		Cumulative*	
	No. of Programs attended	No. of Hours (hh:mm)	No. of Programs	No. of Hours (hh:mm)
Mr. A. T. Vaswani	10	05.00	90	45.00
Mr. D. G. Piramal	10	05.00	90	45.00
Mr. G. L. Mirchandani	9	04:30	89	44.30
Mr. M.S. Unnikrishnan	10	05.00	26	13:00
Ms. Nirupama Rao	7	03:30	64	32:00
Mr. Ramesh D. Chandak	10	05:00	34	17:00
Mr. S. M. Trehan	10	05:00	89	44:30
Mr. Vikram Gandhi	6	03:00	19	09:30

\*Cumulative means since FY 2014-15

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2020-21

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2020-21 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering *inter alia*, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

Number of programmes held during FY 2020-21: Twelve programmes of about 30 minutes each.

#### Details of attendance of Independent Directors in familiarization programmes:

Name of Director	FY 2020-21		Cumulative*	
	No. of Programs attended	No. of Hours (hh:mm)	No. of Programs	No. of Hours (hh:mm)
Mr. A. T. Vaswani	12	06:00	80	40:00
Mr. D. G. Piramal	12	06:00	80	40:00
Mr. G. L. Mirchandani	12	06:00	80	40:00
Mr. M.S. Unnikrishnan	10	05:00	16	08:00
Ms. Nirupama Rao	12	06:00	57	28:30
Mr. Ramesh D. Chandak	12	06:00	24	12:00
Mr. S. M. Trehan	12	06:00	79	39:30
Mr. Vikram Gandhi	07	03:30	13	06:30

\*Cumulative means since FY 2014-15

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2019-20

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2019-20 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering *inter alia*, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

Number of programmes held during FY 2019-20: Twelve programmes of about 30 minutes each.

#### Details of attendance of Independent Directors in familiarization programmes:

Name of Director	FY 2019-20		Cumulative*	
	No. of Program attended	No. of Hours (hh:mm)	No. of Program	No. of Hours (hh:mm)
Mr. A. T. Vaswani	12	06:00	68	34.00
Mr. D. G. Piramal	12	06:00	68	34.00
Mr. G. L. Mirchandani	12	06:00	68	34.00
Ms. Manisha Girotra <sup>(1)</sup>	03	01:30	18	09.00
Mr. M.S. Unnikrishnan <sup>(2)</sup>	06	03:00	06	03:00
Ms. Nirupama Rao	09	04:30	45	22:30
Mr. Ramesh D. Chandak <sup>(3)</sup>	12	06:00	12	06:00
Ms. S M. Kulkarni <sup>(4)</sup>	03	01:30	58	29.00
Mr. S. M. Trehan	12	06:00	67	33:30
Mr. Vikram Gandhi <sup>(5)</sup>	06	03:00	06	03:00
Mr. Vinayak Chatterjee <sup>(6)</sup>	06	03:00	54	27.00

\*Cumulative means since FY 2014-15

<sup>(1)</sup> Resigned as an Independent Director of the Company w.e.f. June 11, 2019.

<sup>(2)</sup> Appointed as an Independent (Additional) Director of the Company w.e.f. November 08, 2019.

<sup>(3)</sup> Designated as an Independent Director of the Company w.e.f. May 08, 2019.

<sup>(4)</sup> Retired as an Independent Director of the Company w.e.f. July 27, 2019.

<sup>(5)</sup> Appointed as an Independent (Additional) Director of the Company w.e.f. August 07, 2019.

<sup>(6)</sup> Resigned as a Director of the Company w.e.f. August 12, 2019.

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2018-19

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2018-19 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering *inter alia*, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

Number of programmes held during FY 2018-19: Fourteen programmes of about 30 minutes each.

#### Details of attendance of Independent Directors in familiarization programmes:

Name of Director	FY 2018-19		Cumulative*	
	No. of Programs attended	No. of Hours (hh:mm)	No. of Programs	No. of Hours (hh:mm)
Mr. A. T. Vaswani	14	07:00	56	28:00
Mr. D. G. Piramal	14	07:00	56	28:00
Mr. G. L. Mirchandani	14	07:00	56	28:00
Ms. Manisha Girotra	14	07:00	15	07:30
Ms. Nirupama Rao	11	05:30	36	18:00
Mr. S. M. Kulkarni	14	07:00	55	27:30
Mr. S.M. Trehan	14	07:00	55	27:30
Mr. Vinayak Chatterjee	14	07:00	48	24:00

\*Cumulative means since FY 2014-15

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2017-18

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2017-18 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering inter alia, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute in the growth of the Company.

Number of programmes held during FY 2017-18: Thirteen programmes of about 30 minutes each.

#### Details of attendance of Independent Directors in familiarization programmes:

Name of Director	FY 2017-18		Cumulative*	
	No. of Program attended	No. of Hours (hh:mm)	No. of Program	No. of Hours (hh:mm)
Mr. A. T. Vaswani	13	06:30	42	21:00
Mr. D. G. Piramal	13	06:30	42	21:00
Mr. G. L. Mirchandani	13	06:30	42	21:00
Ms. Manisha Girotra	01	00:30	01	00:30
Ms. Nirupama Rao	10	05:00	25	12:30
Mr. S. M. Kulkarni	13	06:30	41	20:30
Mr. S. M. Trehan	13	06:30	41	20:30
Mr. Vinayak Chatterjee	13	06:30	34	17:00

\*Cumulative means since FY 2014-15

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2016-17

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2016-17 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering inter alia, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute to the Company.

**Number of programmes held during FY 2016-17:** Twelve programmes of about 30 minutes each.

#### **Details of attendance of Independent Directors in familiarization programmes:**

Mr. A. T. Vaswani, Mr. D. G. Piramal, Mr. G. L. Mirchandani and Mr. S. S. Thakur attended all the twelve programmes during the year (about 6 hours) and 29 programmes on cumulative basis (about 14.50 hours);

Mr. S. M. Kulkarni and Mr. S. M. Trehan attended all the twelve programmes during the year (about 6 hours) and 28 programmes on cumulative basis (about 14.00 hours);

Mr. Vinayak Chatterjee attended nine programmes during the year (about 4.50 hours) and 21 programmes on cumulative basis (about 10.50 hours);

Ms. Nirupama Rao attended eight programmes during the year (about 4.00 hours) and 15 presentations on cumulative basis (about 7.50 hours).

*\*Cumulative means since FY 2014-15*

## KEC INTERNATIONAL LIMITED

### FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS DURING THE FINANCIAL YEAR 2015-16

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with Regulation 25(7) and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI Regulations"), the details of programmes organized by the Company during the FY 2015-16 are as under:

The Company through its Managing Director & CEO /Senior Managerial Personnel/SBU Heads etc. had made presentations at the Board Meetings to the Independent Directors covering *inter alia*, the financial performance, business overview, strategy, risk management, functions of the Company etc. The programmes were aimed to provide insights into the Company to enable the Independent Directors to take well informed timely decisions and contribute to the Company.

**Number of programmes held:** Six programmes of about 30 minutes each.

#### **Details of attendance of Independent Directors in familiarization programmes:**

Mr. S. S. Thakur, Mr. G. L. Mirchandani, Mr. D. G. Piramal and Mr. A. T. Vaswani attended all the six programmes during the year (about 3 hours) and 17 programmes on cumulative basis (about 8.50 hours);

Mr. S. M. Kulkarni and Mr. S. M. Trehan attended all the six programmes during the year (about 3 hours) and 16 programmes on cumulative basis (about 8.00 hours);

Mr. Vinayak Chatterjee attended four programmes during the year (about 2 hours) and 12 programmes on cumulative basis (about 6.00 hours);

Ms. Nirupama Rao attended one programme during the year (about 0.50 hours) and 7 presentations on cumulative basis (about 3.50 hours).