

DECOROUS INVESTMENT & TRADING CO. LTD.

Regd. Office: R-489, GF-B, New Rajinder Nagar, New Delhi – 110060
Tel No.: 9910003638, Email Id: decorous1982@gmail.com Website: www.ditco.in
CIN: L67120DL1982PLC289090

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Preamble

The familiarization programmes for Independent Directors of ‘Decorous Investment & Trading Company 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 (hereinafter referred as “SEBI LODR Regulations”) and Schedule IV of the Companies Act, 2013. The provisions of SEBI LODR Regulations envisage that, the Company shall familiarize the Independent Directors on their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.

The Schedule IV Companies Act also mandates that the Independent Directors shall undertake appropriate induction and regularly update and refresh their skills, knowledge, and familiarity with the Company.

Objective

The Familiarization Programmes are aimed to familiarize the Independent Directors with the Company, their roles responsibilities in the company, nature of industry in which the company operates and business model of the company by imparting suitable training sessions. The Familiarization Programmes for Independent Directors are structured by the Company taking into cognizance the requirements of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Familiarization Process

- The Company shall through its Executive Directors/Senior Managerial Personnel conduct programme/presentation periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;
- Such programme/presentation will 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, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time;
- The programme/presentation shall also familiarize the Independent Directors with their roles, rights and responsibilities; the Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time; and
- The Company may conduct an introductory familiarization programme/presentation, when a new Independent Director comes on the Board of the Company. On appointment, Independent Directors are given the letter of appointment which details on their definite roles, rights and duties, Code of Conduct particularly in accordance with the Schedule IV of the Companies Act, 2013.

The Independent Directors are expected to actively participate at the Committees / Board meetings, guide the management with their respective expertise. The collective experience and views of Independent Directors would certainly add value to the Board and the Company.

Programme and Disclosure

- i. Familiarization Programme(s) will be conducted on need basis during the year.
- ii. As and when familiarization programme(s) is conducted, the same will be disclosed on the website of the Company and a web link for the same shall also be provided in the Annual Report of the Company.

Review

The Board will review this programme and make revisions, as may be required from time to time.

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DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO THE INDEPENDENT DIRECTORS UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

The Independent Directors attended two programme during the year 2021-22 (during the year and on a cumulative basis till date) and spent approximately eight hours each (during the year and on a cumulative basis till date) in attending such programmes/ other meetings.

Purpose of those Programme(s): 1) The Company's strategy, operations and functions, Industry perspective and issues; 2) Business Model of the Company; 3) Overview of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015; and 4) Rights and Responsibility of Independent Directors under Corporate Governance, etc.