

CP CAPITAL

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

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Policy Owner	Chairman, Board of Directors
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CP CAPITAL LIMITED

(Formerly Known as Career Point Limited)

Registered Office: Village Tangori, Banur, Mohali, Punjab-140601

Corporate Office: CP Tower-1, Road No.-1, IPIA, Kota, Rajasthan-324005

Ph: +91-744-3559282 **Website:** www.capital.in **E-mail:** investors@cpil.in **CIN:** L64990PB2000PLC054497

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**FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS
OF CP CAPITAL LIMITED**

The Familiarization Program (“**the Program**”) for Independent Directors of CP Capital Ltd. (“**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 as amended.

1. Purpose

The program formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

The Program has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the Listing Regulations as amended from time to time.

2. Familiarization Process

The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

The program essentially has two broad components - technical and behavioral. 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 Company. The behavioral component shall empower the participants to understand board procedures and help them to be effective in board activities. The Program also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investor community particularly minority shareholders, regulatory authorities and the stakeholders at large.

The program shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.

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

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

3. Disclosure of the Policy

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 Annual Report of the Company.

4. Review of the Program

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

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DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF CP CAPITAL LIMITED (FORMERLY KNOWN AS CAREER POINT LIMITED) (“THE COMPANY”)

DURING FY 2014-15:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 28.03.2015
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Evaluation of the performance of Non Independent directors and the Board as whole; 2. Evaluation of the performance of Chairman of the Company and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2015-16:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

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As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 28.03.2016
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2016-17:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

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As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 27.03.2017
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2017-18:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 28.03.2018
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2018-19:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

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- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 29.03.2019
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2019-20:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

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As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 06.07.2020
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2020-21:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 28.03.2021
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx.one hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2021-22:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

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The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 29.03.2022
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2022-23:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

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- Strategy, Operations and functions of the Company

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The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 27.03.2023
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2023-24:

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- Strategy, Operations and functions of the Company

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The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 25.03.2024
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour 10 Minutes during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2024-25:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

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- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 26.03.2025
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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DURING FY 2025-26:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

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- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/familiarization programmes. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)	One programme: 1) 25.03.2026
Number of hours spent by Independent Directors in such programmes (during the year and on cumulative basis till date)	Approx. one hour during the year Cumulative time approx. two hours
Purpose of Programme	1. Review the performance of Non Independent directors and the Board as whole; 2. Review performance of Chairman of the Company 3. Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board.

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