

FAMILIARISATION PROGRAMME FOR DIRECTORS

1. Objective

IOL Chemicals and Pharmaceuticals Limited (“Company”) believes that an effective and well-informed Board is essential for sound corporate governance and informed decision-making.

In accordance with the applicable provisions of the Companies Act, 2013 and Regulation 25(7) read with Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company has put in place a structured familiarisation programme for its Directors, particularly the Independent Directors.

The programme is designed to familiarise the Directors with the Company’s business, operations, industry environment, business model, strategy, financial performance, risks, regulatory framework and other matters relevant to their role and responsibilities.

2. Key Areas Covered

The familiarisation programme, as applicable, covers the following areas:

- Overview of the Company, its history, business model, products and key business segments;
- Industry structure, market developments and competitive environment;
- Business strategy, growth plans and major capital expenditure projects;
- Manufacturing operations, capacities, utilisation and operational performance;
- Research & development, product development and new business initiatives;
- Financial performance, capital structure and treasury matters;
- Risk management framework and key business risks;
- Legal, regulatory and compliance developments relevant to the Company;
- Corporate governance practices, directors’ duties and responsibilities;
- Environmental, Social and Governance (“ESG”) matters and sustainability initiatives;
- Subsidiaries, joint ventures and other strategic investments, as applicable;
- Internal controls, internal audit and statutory audit matters;
- Succession planning and management development; and
- Any other matter considered relevant for effective discharge of the Directors’ responsibilities.

3. Mode of Familiarisation

Familiarisation is undertaken through a combination of:

- Presentations and detailed briefings by the senior management and functional heads;
- Presentations and discussions at Board and Board Committee meetings;
- Updates on significant changes in laws, regulations, industry developments and emerging risks;
- Visits to manufacturing facilities and other operating locations, where considered appropriate; and
- Circulation of relevant reports, presentations, business updates and other information from time to time.

The Company also provides newly appointed Directors with an appropriate induction covering the Company's business, organisational structure, governance framework, policies, operations, key risks and the role and responsibilities of Directors.

4. Familiarisation during FY 2025-26

During FY 2025-26, familiarisation of Directors was undertaken through Board and Committee meetings and other familiarisation sessions. The programmes covered, inter alia, financial performance, business and operational matters, new projects and expansion plans, subsidiaries/overseas initiatives, risk management, regulatory matters, CSR and other matters relevant to the Company.

The details of familiarisation programmes attended by the Independent Directors during FY 2025-26 and on a cumulative basis are set out below:

Name of Independent Director	No. of Programmes Attended during FY 2025-26	No. of Programmes Attended on Cumulative Basis	No. of Hours Spent during FY 2025-26	No. of Hours Spent on Cumulative Basis
Mr. Rajender Mohan Malla	5	43	3:15	33:30
Mr. Harpal Singh	8	48	4:10	35:15
Mr. Sharad Tyagi	8	27	4:10	19:55
Ms. Rajni Jha	5	10	3:15	7:00

The cumulative figures are computed from the respective dates of appointment of the Directors.

5. Continuing Familiarisation

Familiarisation is an ongoing process at the Company. The Board and its Committees are periodically apprised of significant developments relating to the Company's businesses, strategy, financial performance, operations, regulatory environment, risk profile and other matters relevant to the effective discharge of their duties.

The Company remains committed to providing its Directors with appropriate information, exposure and opportunities for interaction to enable them to contribute effectively to the deliberations and decision-making of the Board.
