



MONARCH SURVEYORS & ENGINEERING CONSULTANTS LIMITED

(Formerly known as Monarch Surveyors & Engineering Consultants Pvt. Ltd.)

सहसा विदधीत न क्रियामविवेकः परमापदां पदम्

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

1. Preamble

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is required to familiarise its Independent Directors with the Company, the industry in which it operates, its business model, and the roles, rights, responsibilities, and liabilities of Independent Directors.

Accordingly, the Company has adopted this Familiarisation Programme to enable Independent Directors to effectively discharge their duties and to ensure compliance with the applicable regulatory framework. Details of this programme shall be disclosed on the Company's website and in the Annual Report.

2. Objective of the Programme

The objectives of the Familiarisation Programme are to:

- provide Independent Directors with an understanding of the Company's business, operations, and industry environment;
- familiarise them with their roles, duties, responsibilities, and liabilities under applicable laws; and
- update them on regulatory changes, governance practices, and risk-management frameworks relevant to the Company.

3. Initial Familiarisation Programme

At the time of appointment, each Independent Director is issued a formal letter of appointment outlining his role, functions, duties, and responsibilities.

An introductory familiarisation programme or presentation is conducted when a new Independent Director joins the Board. At the outset, Independent Directors are provided with an overview of:

- criteria of independence under the Listing Regulations and the Companies Act, 2013;
- expected time commitment in relation to financial controls, risk-management oversight, financial management and compliance, Corporate Social Responsibility, stakeholder interests, Board effectiveness, strategic direction, meetings, and performance evaluation;
- roles, functions, duties, responsibilities, and liabilities of Independent Directors;
- the Directors' Responsibility Statement forming part of the Board's Report;
- vigil mechanism, including relevant policies, disclosures, and the Code for Independent Directors;
- risk-management systems and framework; and
- Board evaluation process and procedures.
- Independent Directors are also briefed in detail on compliance requirements under the Companies Act, Listing Regulations, and other applicable laws, and affirmations are obtained in this regard.
- With a view to providing deeper insight into the Company's operations, the Chairman and/or Managing Director conducts one-to-one interactions covering:
 - the Company's business model and operations;
 - market share and markets in which the Company operates; and
 - governance, internal control systems, and regulatory environment.
- These initiatives collectively enable Independent Directors to understand the Company's business and regulatory framework and equip them to effectively fulfil their role.

Monarch House, CTS No 434/1, B T Kawade Road, Ghorpadi, Pune 411 036, Maharashtra. India.

CIN No.: L45203PN1999PLC013830 | D&B D-U-N-S: 91 663 2276

Contact: +91 97665 56746 | Email: info@monarchltd.com | www.monarchconsultants.in

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4. Continual Familiarisation Programme

The Company follows a structured, ongoing familiarisation programme to keep Independent Directors updated on the business and operations of the Company on a continuous basis.

The continual familiarisation programme includes regular inputs on:

- strategy and business model;
- budgeting and planning processes;
- performance of various business verticals;
- statutory reporting, including Internal Audit Reports, SEBI Audit Reports, and compliance-related certifications; and
- overview of the business and performance of subsidiaries.

These updates are provided by the Chairman, Managing Director, Chief Financial Officer, and Senior Managerial Personnel, as appropriate.

Independent Directors are also provided opportunities to interact with the senior leadership team to gain insights into:

- business model, operations, and service and product offerings;
- markets and organisational structure;
- facilities and infrastructure; and
- risk-management practices and other relevant areas.

Presentations are made to the Board of Directors and its Committees, including the Audit Committee. Minutes of Committee meetings are circulated to the Board, enabling Directors to engage with Executive Committee members and Business Heads. The Board has complete access to information within the Company.

Independent Directors are entitled to interact freely with the Statutory Auditors, Internal Auditors, and external advisors appointed by the Company. They also meet periodically without the presence of management personnel and are encouraged to place their collective views before the Board.

5. Disclosure of the Programme

Details of this Familiarisation Programme shall be hosted on the Company's website and included in the Annual Report in accordance with the Listing Regulations.

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6. Review of the Programme

The Board of Directors shall periodically review this Familiarisation Programme and make revisions as may be required to ensure its effectiveness and regulatory compliance.

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