

POLICY FOR FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

FOR

PRISTINE LOGISTICS & INFRAPROJECTS LIMITED

DEFINITIONS AND INTERPRETATION

1. Definitions

"Applicable Laws" shall mean all applicable laws, statutes, enactments, acts of central or state legislature, ordinances, rules, regulations, notifications, guidelines, directions, directives, policies, circulars, decisions and any other pronouncements issued in accordance with the Companies Act, the SEBI Act, SEBI Listing Regulations or any other law applicable to the jurisdiction of India by any central, state, local, or other governmental, administrative or regulatory authority exercising executive, legislative, judicial, regulatory or administrative functions;

"Board" shall mean the board of directors of the Company;

"Companies Act" shall mean the Companies Act, 2013, and rules and regulations made thereunder, as amended from time to time;

"Company" or **"PLIL"** shall mean Pristine Logistics & Infraprojects Limited;

"Director(s)" shall mean a member of the Board;

"Independent Director(s)" shall mean the independent directors on the Board, as appointed from time to time;

"Policy" means this Policy for Familiarization Programmes for Independent Directors, as amended from time to time;

"SEBI Act" shall mean the Securities and Exchange Board of India Act, 1992, as amended from time to time;

"SEBI Listing Regulations" shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

2. Interpretation

Unless defined expressly herein, all capitalised terms used in this Policy shall have the meanings assigned to them under the Companies Act, the SEBI Act, as amended from time to time, the SEBI Listing Regulations, the Securities Contracts (Regulation) Act, 1956, and the rules framed thereunder, as amended from time to time, the Depositories Act, 1996, as amended from time to time.

In the event of any conflict between this Policy and Applicable Laws, the Applicable Laws shall prevail. Any amendment/modification to the Applicable Laws shall automatically apply to this Policy, to the extent applicable.

3. Background

The Companies Act, 2013, read with the rules thereunder, as amended (the "Companies Act") read with Regulation 25(7) read with 46(2) of the SEBI Listing Regulations inter-alia stipulates that the Company shall familiarise its independent directors with the Company, their roles, rights, responsibilities in the Company, business model of the Company, nature of the industry in which the Company operates and any other relevant information, through periodical programmes. Additionally, these programmes allow independent directors to interact closely with the senior leadership of the Company. This Policy is accordingly formulated in pursuance of the aforesaid requirements of the SEBI Listing Regulations.

4. Objectives

This Policy aims to institutionalise a formal induction mechanism for Independent Directors to enhance their effectiveness in corporate governance and strategic oversight of the Company.

The objectives of this Policy are as below:

1. To provide Independent Directors with a comprehensive understanding of the Company's business model, operations, products, services and the industry ecosystem within which the Company operates and to adopt a structured Programme for orientation and training of Independent Directors at the time of their joining in order to facilitate the same;
2. To facilitate Independent Directors' thorough comprehension of their roles, rights, responsibilities and liabilities pursuant to the Companies Act, SEBI Listing Regulations and other applicable laws and regulations;
3. To acquaint Independent Directors with the Company's strategic objectives, financial performance parameters, risk management frameworks, and internal control systems to enable effective corporate governance oversight;
4. To apprise Independent Directors of significant developments in the regulatory landscape and industry trends that may impact the Company's business operations and governance practices;
5. To foster meaningful engagement between the Independent Directors and the senior management team to facilitate informed decision-making and strategic guidance;
6. To equip Independent Directors with requisite knowledge and insights to effectively discharge their fiduciary duties in the best interests of the Company and its stakeholders; and
To ensure continuous professional development of Independent Directors through structured programmes aligned with evolving corporate governance standards and business complexities.
7. To keep informed the directors on a continuous basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.

5. Familiarization Process

1. At the time of induction and subsequently on a sustained and regular basis, the independent directors may be provided an overview of:
 - a) Introduction, Company history and genesis.
 - b) Criteria of independence applicable to Independent Directors as per Regulation 17 of the SEBI Listing Regulations and Section 149(6) of the Companies Act.
 - c) Overview of the Company operations
 - d) Key financial highlights.
 - e) Details of the group (comprising the subsidiaries, joint ventures and associate companies);
 - f) Board and committees of the Board, their operations, charter and functioning.
 - g) Key management personnel details.
 - h) Corporate governance practices, processes and procedures, including Board and committee functioning.
 - i) Corporate social responsibility initiatives.
 - j) Various policies formed under the Companies Act or SEBI Listing Regulations
 - k) Board effectiveness, meetings and performance assessment.
 - l) Roles, functions, duties, responsibilities and liabilities of independent directors.
 - m) Directors responsibility statement forming part of Boards' report.
2. The training sessions/ presentations/ programmes provide an opportunity to the independent directors to understand the business strategies, business models, organisation structure, group structure, operations, governance policies during the independent directors meetings.
3. Apart from the independent directors, non-executive directors are also eligible to attend the familiarisation programmes.
4. The independent directors are made aware of their responsibilities and liabilities at the time of their appointment through a formal resolutions/letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment. All independent directors may interact with the senior management of the Company.

6. On-going Programme

The Company shall conduct orientation programmes/presentations/training sessions, periodically at regular intervals, to familiarise the Independent Director(s) with the strategy, operations and functions of the Company.

Such orientation programmes/presentations/training sessions will provide an opportunity to the Independent Director(s) to interact with the senior leadership team of the Company and help them understand the Company's strategy, business model, group structure, operations, service and product offerings, markets, organisation structure, finance, human resources, technology, quality, facilities, risk

management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary.

Further, Director(s) shall be provided with necessary documents, reports and internal policies to enable them to be familiar with the Company's procedures and practices. Independent Directors shall have the freedom to interact with the Company's management as deemed necessary. Independent Director(s) may also have independent discussions with relevant stakeholders to discuss the Company's business matters and put forth their combined views to the Board.

The Company may also conduct training programmes for its Independent Director(s) by experts outlining the roles, rights, duties and responsibilities of Independent Director(s) from the perspective of various Applicable Laws from time to time.

7. Programme and Disclosure

The Programme will be conducted on "as needed" basis during the year. with atleast once in a Financial year as and when the Programme is conducted the same will be disclosed on the website of the Company and a web link thereto shall also be given in the annual report of the Company.

8. Amendment and Review

The Company may review this programme and make suitable revisions, as may be deemed necessary, from time to time.

Subject to Applicable Laws, the Board may amend, suspend or rescind this Policy at any time. Any issues pertaining to the Policy shall be resolved by the Board in line with the broad intent of the Policy. The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy.

In the event of any conflict between the provisions of this Policy and any Applicable Laws, such Applicable Laws in force, shall prevail over this Policy.

9. Disclosures

The details of familiarization programmes imparted to independent directors shall be made available on the website of the Company in compliance with the SEBI Listing Regulations.

10. Effective Date

The Policy shall become effective upon the listing of the Company's securities on stock exchanges.

For PRISTINE LOGISTICS & INFRAPROJECTS LIMITED

Version control

Sr. No.	Version No.	Date of approval
1	V 1	May 23, 2026

Company Secretary

