



MKC AGRO FRESH LIMITED

**FAMILIARIZATION
PROGRAMME FOR
INDEPENDENT DIRECTORS**

M K C AGRO FRESH LIMITED

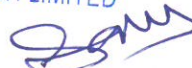
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CIN: U15122DL2009PLC187481

For MKC AGRO FRESH LIMITED


Director

The Familiarization Programme (“**the Programme**”) for Independent Directors of M K C Agro Fresh Limited (“**the Company**”) has been adopted by the Board of Directors (“**the Board**”) pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. The Company shall familiarise the Independent Directors through various programmes about the listed entity, including the following:

- Nature of the industry in which the listed entity operates;
- Business model of the listed entity;
- Roles, rights, responsibilities of Independent Directors; and
- Any other relevant information.

1. PURPOSE & OBJECTIVES

1.1. The Programme aims to provide:

- Insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.
- To make the Independent Directors aware about their roles, responsibilities and liabilities as per Companies Act, 2013 and other applicable laws and to get better understanding about the Company, nature of industry in which it operates and environment in which it functions, business model, long term/short term/strategic plans etc.
- The Directors are also informed about the important policies of the Company including the Code of Conduct for Board Members and Senior Management Personnel and the Code of Conduct to regulate, monitor and report trading by Insiders etc.

2. FAMILIARIZATION PROCESS

- 2.1. The Company shall through its Executive Directors / Senior Managerial Personnel conduct Programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- 2.2. Such Programmes / presentations 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;
- 2.3. The Programmes / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities;
- 2.4. 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;
- 2.5. The Company may conduct an introductory familiarization programme / presentation, when a new Independent Director comes on the Board of the Company.

3. MEETING OF THE IDS

The Company has to arrange at least one meeting of the Independent Directors mandatorily every year to discuss various issues relating to the operations of the Company.

4. DISCLOSURE OF THE PROGRAMME

This Programme 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.

5. REVIEW OF THE PROGRAMME

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

For MKC AGRO FRESH LIMITED

Director