

Iberia Pharmaceuticals India Limited

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

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Preamble:

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) stipulates that the Company shall familiarise the Independent Directors through various programmes about the Company, nature of the industry in which the Company operates, business model of the Company, their roles, rights, responsibilities as Independent Directors of the Company, etc., through various programmes. As per Listing Regulation the details of the Familiarisation programme for Independent Directors shall be disseminated on the website of the Company.

Initial familiarization module:

At the time of appointment as a director. A formal letter of appointment is issued to him, which, inter alia, explains the role, functions, duties, and responsibilities expected of him as a Director of the Company. The Company conducts an introductory familiarization/presentation when a new Independent Director joins the Board. At the outset, all the independent directors are provided with an overview of;

- Criteria of independence applicable to Independent Directors as per Listing Regulations and the Companies Act, 2013;
- Time allocation by the Independent Directors on financial controls, overseeing systems of risk management, financial management compliance, Corporate Social Responsibility, Stakeholders conflicts, Board effectiveness, strategic direction, Meetings, and performance assessment;
- Roles, functions, duties, responsibilities, and liabilities of Independent Directors;
- Directors' Responsibility Statement forming part of the Board's Report;
- Vigil Mechanism, including policy formulation, disclosures, and code for Independent Directors;
- Risk Management Systems & Framework
- Board Evaluation Process and Procedures

The Independent Directors are also provided with the following:

- Annual Report of the last three years;
- Copy of Code of Conduct; and
- The Board members are provided with internal policies to familiarize themselves with procedures and practices.

The Director is also explained in detail the compliances required from him under the Companies Act, Listing Regulations, and other relevant regulations, and his affirmation is taken with respect to the same. With a view to familiarizing him with the Company's operations, the Chairman/Managing Director provides a one-to-one interaction on the organisational set up, the functioning of various divisions/departments, the Company's market share and the markets in which it operates, governance and internal control processes, and other relevant information about the Company's business. The above initiatives help the Director understand the Company, its business, and the regulatory framework in which the Company operates, and equip him to fulfil his role as a Director of the Company effectively.

Continual familiarization modules:

The Company will follow a structured orientation programme for the Independent Directors to understand and stay continuously updated on the Company's business and operations.

The familiarisation module may inter alia include regular inputs on strategy and business model of the Company, budgeting and planning, performance of various business verticals, statutory reporting including Internal Audit Reports, SEBI Audit Reports, and compliance-related certifications, and overview of business of subsidiaries on an ongoing basis through the Chairman/ Managing Director/Chief Financial Officer and the Senior Management.

The Company will also provide the Independent Directors with an opportunity to interact with the Company's senior leadership team to help them understand the Company's strategy, business model, operations, service and product offerings, markets, organisational structure, facilities, risk management, and other relevant areas.

Presentations are made to the Board of Directors / Audit Committee (AC) (including circulation of minutes of AC and other Board Committees to the Board), where Directors get an opportunity to interact with Executive Committee members and Business Heads.

The Board of Directors has complete access to the information within the Company. Independent Directors have the freedom to interact with the Company's management. Apart from this, they also have independent interactions with the Statutory Auditors, the Internal Auditors, and external advisors appointed from time to time. Further, they meet regularly without the presence of any management personnel, and their meetings are conducted informally to enable the Independent Directors to discuss matters relating to the affairs of the Company and to put forth their combined views to the Board of Directors of the Company.

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.

Review of the Program

The Board will review this program and make any required revisions.

Amendment

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever.

Validity and enforceability

In the event of any subsequent changes to the provisions of the aforementioned statutes, those statutes would prevail over the Policy, and the Policy's provisions would be modified in due course to make them consistent with prevailing law. Any subsequent amendment/modification in SEBI Listing Regulations, the Companies Act, 2013, and/or applicable laws in this regard shall automatically apply to this Policy.

Particular	Details
Policy Name	Familiarisation Programme for Independent Directors
Regulatory Reference	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)
Applicable Regulation	Regulation 25(7) – Familiarisation Programme for Independent Directors
Adopted On	21-Jan-26
Approved On	21-Jan-26
Version	Version 1.0
Drafted By	CS & Legal Department
Approved By	Board of Directors