



## FONEBOX RETAIL LIMITED

( Formerly Known as Fonebox Retail Private Limited )

CIN : U51909GJ2021PLC119941

### Familiarization Programme for Independent Directors

The Familiarization Program (“the Program”) for Independent Directors of **FONEBOX RETAIL LIMITED** (“the Company”) has been adopted by the Board of Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

#### Preamble

In view of the provisions of Schedule IV to the Companies Act, 2013 read with Clause 25(7) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall familiarize the independent directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the Company, etc. through various programmes.

In addition to the above, the Independent Directors should undergo appropriate induction and regularly update to refresh skills, knowledge and familiarity with the Company and its business and its model. The Policy provides the basic insights into the Company to enable the Independent Directors to understand the Company’s business in depth that would facilitate their active participation in managing the affairs Company.

#### Overview of Familiarization Programmes

The Company follows the below mentioned practices

- All Independent directors are made aware of the Company’s business and operations, governing documents, information on key personnel, and financial information.
- Independent directors are also taken through detailed business strategy for various businesses during the independent director’s meetings which are held once during every financial year.
- The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment.
- Regular updates on relevant statutory and regulatory changes are circulated to the Independent Directors.

#### Familiarization and Continuing Education Process

- The Company conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions.
- Such programmes / presentations provide an opportunity to the Independent Directors to interact with the Senior Management 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.



702/703, 7<sup>th</sup> Floor, Satyam 64, Opp. Gujarat High Court, S.G. Road, Ahmedabad, Gujarat - 380061.



info@fonebox.in



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- When a new Independent Director comes on the Board of the Company, a meeting will be arranged to discuss the functioning of the Board and the nature of the operation of the Company's business activities.

### Other Initiatives to Update the Directors on a Continuing Basis

- At various Board meetings during the year, presentations were made to the Board on safety, health and environment and sustainability issue, risk management, Company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates business excellence with areas of improvement and other relevant issue.
- Quarterly presentations on operations made to the Board and Audit Committee includes information on business performance, operations, market share, financial parameters, working capital management, fund flows, major litigation, compliances, subsidiary information, regulatory scenario etc.

### Disclosure

The details of such familiarization programme during the FY 2023-24 are given below:

Particular of Programmes / Presentation	Name of Independent Director			
	Mr. Aayush Kamleshbhai Shah	Mrs. Bhavisha Kunal Chauhan	Mr. Jaykumar Deepakbhai Khatnani	Mr. Sumitkumar Hareshbhai Patel
	Duration (HR:MM)	Duration (HR:MM)	Duration (HR:MM)	Duration (HR:MM)
<b>A. No of programmes attended by Independent Director during the year</b>	-	-	-	-
Presentation on Company/Business Overview	-	-	-	-
Regulatory Updates	-	-	-	-
<b>B. No of Hours Spent in the Programme</b>	-	-	-	-
Presentation on Company/Business Overview	-	-	-	-
Regulatory Updates	-	-	-	-



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	-	-	-	-
<b>Total Hours</b>	-	-	-	-

Mr. Aayush Kamleshbhai Shah, Mrs. Bhavisha Kunal Chauhan, Mr. Jaykumar Deepakbhai Khatnani and Mr. Sumitkumar Hareshbhai Patel was appointed as Non-Executive, Independent Director of the Company w.e.f. June 19, 2023, June 19, 2023, June 19, 2023 and June 19, 2023.

**Disclosure of the Policy**

This policy shall be uploaded on the Company's website for public information.

**Review of the Programme**

The Board will review this program and make revisions as may be required.

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