

Policy for Familiarization Program for Independent Directors (“Policy”)

1. Introduction

In accordance with Regulation 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall familiarise the Independent Directors (“IDs”) with the Company, their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. through various programmes.

This Policy shall come into effect from the date of listing of equity shares of the Company on the stock exchanges.

Honasa Consumer Limited has put in place a structured programme for orientation and training of Independent Directors with an aim to familiarise them with:

2. Introduction

The familiarization programme helps the Independent directors not only to have greater insight into the Company’s business but also contribute effectively in decision making at Board / Committee meetings, including an understanding of:

- Company’s vision & strategic direction,
- Core values including ethics,
- Business model of the Company,
- Nature of the industry in which the Company operates,
- Its Management & organizational Matrix
- The Independent Directors’ roles, rights and responsibilities in the Company
- Process of Board Meeting in Honasa
- Compliance Matrix in Honasa

- Corporate governance practices; and
- Other key policies and practices

All the Independent Directors of the Company are made aware of their role, responsibilities and liabilities at the time of their appointment/reappointment, through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.

Whenever a new Director is inducted, she/he is introduced to the Honasa Management Team, Executive Committee members and other relevant personnel. Detailed presentation is made covering the Company's Corporate Profile, its Mission, Vision and Values Statement, Organizational Structure, the Company's history and milestones, the Business Strategy, latest Annual Report, Code of Conduct applicable to Directors/employees of the Company & relevant policies of the Company to be adhered to.

At least one Board Meeting in a year is held with detailed strategy session with the senior management team of Honasa. The top Management of Honasa makes presentations to the Independent Directors which inter alia covers the industry scenario, strategic significances for Honasa and the business model of the Company. Various measures are taken to update the Directors, from time to time, of any significant changes in the ongoing events and development relating to the Company.

The Company provides suitable training & education to Independent Directors on matters which are relevant for the Board' effective performance. Such training/education is provided in a variety of forms including external/internal training & education programs, seminars, from time to time on varied issues, presentations or briefing on particular topics, education materials & visit to Honasa outlets & warehouses etc.

The Internal Auditor gives a detailed presentation covering his areas of audit and significant findings made by internal Audit Team during the course of audit. The Company management also gives presentations to the Board to apprise them of key changes in regulations impacting the Company or the functioning, roles and responsibilities of the Board members including any changes in the Companies Act, 2013, SEBI regulations and such other relevant laws, rules and regulations.

3. Disclosures

This programme shall be uploaded on the website of the Company and a web link of the same shall also be provided in the Annual Report of the Company.

The details to be disclosed include: (i) number of programmes attended by independent directors (during the year and on a cumulative basis till date), (ii) number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and (iii) other relevant details.

ADMINISTRATION

The Familiarization programme for Independent Directors will be administered and monitored by the Nomination and Remuneration Committee of the Company.

PENALTY FOR NON-ADHERENCE OF THE CLAUSES OF THE POLICY

Non – Adherence to any of the Clause as mentioned in this Policy will attract penalty of one lakh rupees which may extend to one crore rupees as prescribed under Section 15HB of SEBI Act, 1992.

Details of familiarization programmes imparted to the independent directors during the financial year :[to be updated every year]

Sl. No.	Name of Directors	Number of Programmes attended	Number of hours spent in Programmes attended	Cumulative No. of Programmes till	Cumulative No. of hours till

Version	Adopted on	Date of last approval	Approved by
V.1.1	December 23, 2022	N.A.	Board of Directors