



Familiarisation Programme for Directors

[Pursuant to Regulations 25 and 46 of the

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Tembo Global believes that a well-informed and familiarized Board can play a vital role in effectively fulfilling its responsibilities as Independent Director, in a manner that aligns with stakeholder aspirations and societal expectations. In pursuit of this belief, the Company ensures that its Directors are regularly updated on key developments and material changes in the domestic and global corporate landscape, industry trends, statutory and legislative updates, and the overall economic environment. This enables the Board to make timely and well-informed decisions on matters that significantly impact the Company.

Overview of the Familiarisation process

1. At the time of the appointment

At the time of the appointment, Independent Directors are provided with a comprehensive overview of their roles and responsibilities. They are familiarized with the Company's business model, operations, and key sectors of engagement, including engineering manufacturing, textiles, EPC and non-EPC projects.

To support their understanding and effective integration, newly appointed Independent Directors are provided with the following documents:

- a) Annual Reports of the Company for the last three financial years;
- b) Criteria of Independence as prescribed under Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013;
- c) Copies of code of conduct and Ethics for Board Members, Code for Prevention of Insider Trading in Tembo Global Equity Shares/Securities and other policies.
- d) Code for Prevention of Insider Trading in Tembo Global shares/securities, and other key corporate policies;

In addition, facility visits are organized to allow Directors to gain hands-on insight into the Company's manufacturing and operational sites. Periodic updates includes reviews of the Company's business performance, organizational changes, subsidiary performance, new strategic initiatives, as well as risk assessment and mitigation strategies, are shared during Board meetings. These efforts collectively ensure that Directors remain informed and actively engaged in guiding the Company's strategic direction.

2. Regular Familiarisation modules

a) Board Presentations

At Board Meetings, detailed presentations on the Company's business operations, strategy, and performance are conducted to familiarise Independent Directors with the Company's key functions and overall direction. These sessions are designed to provide valuable insights, enabling Directors to make informed and timely decisions and to contribute meaningfully to the Company's growth and governance.

b) Access to Information

Each Director has unrestricted access to all relevant information pertaining to the Company, facilitating transparency and effective participation in Board deliberations.

c) Regulatory Updates

Board Members are kept promptly informed of any changes or developments in the regulatory landscape, including updates to SEBI regulations, the Companies Act, and other applicable legal and compliance frameworks.

d) Need-Based Familiarization Programmes

Familiarization programmes are conducted as and when required during the tenure of the Directors, ensuring continuous engagement and knowledge enhancement.

e) Compliance Awareness

The Board is regularly updated on applicable compliance requirements through a quarterly compliance report, ensuring awareness and adherence to statutory obligations.

f) Independent Directors have the freedom to interact with the Company's management during the Board/ Committee of Directors meetings or otherwise.

g) Need Based training is provided to the Board Members on various matters. The Board Members based on their requirement attend various seminars, conferences, training programmes from time to time.

h) The Board members are also encouraged to advise the Company to adopt further programmes for their familiarization with the Company.

Familiarisation Programmes organised by the Company during the financial year 2024-25 and cumulative from 13th August 2018 up to 31st March 2025.

Particulars	During the financial year 2024-25	Cumulative from 13th August 2018 to 31st March, 2025
Number of familiarisation programmes organised by the Company, including visits to Company facilities	1	9
Time spent by the Independent Directors in such programmes in the aggregate	> 10 man hours	> 200 man hours
