

MPS LIMITED**FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS****OBJECTIVE:**

The familiarization programme for Independent Directors of MPS Limited (the Company) aims to enable Independent Directors of the Company to get an insight into the Company, its business operations, nature of the Industry in which the Company operates, their own roles, responsibilities and duties. This would enable the active participation and significant contribution in managing the Company.

FAMILIARIZATION PROGRAMME

1. Providing in-depth understanding through Managing / Executive Directors, CEO and Key Managerial Personnel, of nature, business strategy, operations, and functions of the Company.
2. Arranging meetings and interactions with Business Units heads and other key Line Managerial Personnel to help them understand the Company's offerings, services/ products, major clients, competitors, strengths, threats perceived, technologies being used, new innovations for further improvement in Company's offering, organization structure, human resources etc.
3. Providing key information about the Company and its operations, including financials, cash flows, market share, major shareholders, material litigations, compliance status, forex exposures, brief of new laws and regulations applicable on Company etc. through various Board / Committee presentations.
4. Providing key policies like Companies' Code of Conduct for Business and Ethics, Code of Conduct for Prevention of Insider Trading, Annual Reports etc..
5. If any new Director joins the Board, the Company may conduct orientation program/presentation.
6. Familiarizing them about their roles, rights and responsibilities through detailed appointment letters.
7. Providing complete access to material information through Board / Committee meeting agendas papers and other related documents.

REVIEW

This familiarization programme may be reviewed and updated from time to time.

DISCLOSURE

This Familiarization programme may be disclosed on the website of the Company and a web link maybe provided in the Annual Report of the Company.

UPDATE ON FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Independent Directors are periodically updated about the Company's policies, business, on-going events and roles and responsibilities of the Directors.

Executive Management, through presentations at Board and Committee Meetings, provides them regular updates on the Company and its subsidiaries including, financial and business performance, operational highlights, business risks and their mitigation plans, new offerings, major clients, material litigations, regulatory compliance status, forex exposures and relevant changes in statutory regulations.

**FAMILIARIZATION PROGRAMMES CONDUCTED FOR INDEPENDENT DIRECTORS
FROM 01 APRIL 2020 TO 31 MARCH 2021**

S.No.	Name of the Independent Director	No. of Programmes conducted by the Company during the period	No. of Programmes attended during the period	Total No. of Hours Spent
1.	Ms. Achal Khanna	2	2	2
2.	Mr. Ajay Mankotia	2	2	2
3.	Ms. Jayantika Dave	2	2	2
4.	Mr. Piyush Kumar Rastogi	2	2	2

**FAMILIARIZATION PROGRAMMES CONDUCTED FOR INDEPENDENT DIRECTORS
FROM 01 APRIL 2021 TO 31 MARCH 2022**

S.No.	Name of the Independent Director	No. of Programmes conducted by the Company during the period	No. of Programmes attended during the period	Total No. of Hours Spent
1.	Ms. Achal Khanna	2	2	2
2.	Mr. Ajay Mankotia	2	2	2
3.	Ms. Jayantika Dave	2	2	2
4.	Mr. Piyush Kumar Rastogi	2	2	2

**FAMILIARIZATION PROGRAMMES CONDUCTED FOR INDEPENDENT DIRECTORS
FROM 01 APRIL 2022 TO 31 MARCH 2023**

S.No.	Name of the Independent Director	No. of Programmes conducted by the Company during the period	No. of Programmes attended during the period	Total No. of Hours Spent
1.	Ms. Achal Khanna	2	2	2
2.	Mr. Ajay Mankotia	2	2	2
3.	Ms. Jayantika Dave	2	2	2
4.	Mr. Piyush Kumar Rastogi	2	2	2

**FAMILIARIZATION PROGRAMMES CONDUCTED FOR INDEPENDENT DIRECTORS
FROM 01 APRIL 2023 TO 31 MARCH 2024**

S.No.	Name of the Independent Director	No. of Programmes conducted by the Company during the period	No. of Programmes attended during the period	Total No. of Hours Spent
1.	Ms. Achal Khanna	3	3	3
2.	Mr. Ajay Mankotia	3	3	3
3.	Ms. Jayantika Dave	3	3	3
4.	Dr. Piyush Kumar Rastogi*	3	3	3
5.	Mr. Suhas Kullar#	3	1	1

Note:

* Dr. Piyush Kumar Rastogi retired from the position of Independent Non-Executive Director of the Company on 28 January 2024, due to the completion of tenure.

Mr. Suhas Khullar was appointed as an Additional Director (Independent Non-Executive) to hold the office w.e.f. 01 January 2024.

**FAMILIARIZATION PROGRAMMES CONDUCTED FOR INDEPENDENT DIRECTORS
FROM 01 APRIL 2024 TO 31 MARCH 2025**

S.No.	Name of the Independent Director	No. of Programmes conducted by the Company during the period	No. of Programmes attended during the period	Total No. of Hours Spent
1.	Ms. Achal Khanna*	3	1	1
2.	Mr. Ajay Mankotia	3	2	8
3.	Ms. Jayantika Dave*	3	1	1
4.	Mr. Karthik Bhat Khandige#	3	3	9
5.	Ms. Ruvina Singh#	3	3	9
6.	Mr. Suhas Khullar	3	3	9
7.	Ms. Divya Verma [¶]	3	1	1

Note:

*Ms. Achal Khanna and Ms. Jayantika Dave, retired from the position of Independent Non-Executive Director of the Company on 29 October 2024, due to the completion of tenure.

Mr. Karthik Bhat Khandige and Ms. Ruvina Singh were appointed as Additional Directors (Independent Non-Executive) to hold the office w.e.f. 30 July 2024.

[¶]Ms. Divya Verma, was appointed as Additional Director (Independent Non- Executive) to hold office w.e.f. 24 January 2025.

**FAMILIARIZATION PROGRAMMES CONDUCTED FOR INDEPENDENT DIRECTORS
FROM 01 APRIL 2025 TO 31 MARCH 2026**

S.No.	Name of the Independent Director	No. of Programmes conducted by the Company during the period	No. of Programmes attended during the period	Total No. of Hours Spent
1.	Mr. Karthik Bhat Khandige	2	2	2
2.	Ms. Ruvina Singh	2	2	2
3.	Mr. Suhas Khullar	2	2	2
4.	Ms. Divya Verma	2	2	2

**FAMILIARIZATION PROGRAMMES CONDUCTED FOR INDEPENDENT DIRECTORS
FROM 01 APRIL 2026 TO 21 JULY 2026**

S.No.	Name of the Independent Director	No. of Programmes conducted by the Company during the period	No. of Programmes attended during the period	Total No. of Hours Spent
1.	Mr. Karthik Bhat Khandige	3	3	6
2.	Ms. Ruvina Singh	3	3	6
3.	Mr. Suhas Khullar	3	3	6
4.	Ms. Divya Verma	3	3	6