

# HEC INFRA PROJECTS LIMITED

CIN: L45200GJ2005PLC046870

Registered Office: Sigma 1 Corporates, Corporate House No. 6, Sindhu Bhavan Road, Nr.  
Maan Party Plot Cross Road, Boadakdev, Ahmedabad- 380054

## -:FAMILIARIZATION OF PROGRAMME IMPARTED TO INDEPENDENT DIRECTORS:-

[Pursuant to Schedule IV of the Companies Act, 2013 and Regulation 25 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

### **A. Preamble:**

In accordance with the requirements of Schedule IV of the Companies Act, 2013 and Regulation 25 of the SEBI (LODR) Regulations, 2015, it is required that the Company shall familiarize the Independent Directors through various programmes about the listed entity, including the following:

- (a) Nature of Industry in which the listed entity operates;
- (b) business model of the listed entity;
- (c) roles, rights, responsibilities of Independent Directors; and
- (d) any other relevant information

Further, in terms of Regulation 46(2)(i) of the SEBI (LODR) Regulations, 2015, the Company is required to disseminate the details of the familiarization program imparted to the Independent Directors on the website of the Company [www.hecprojects.in](http://www.hecprojects.in).

### **B. Purpose & Objective:**

The Program aims to provide insights into the Company to enable the Independent Directors to understand their roles, rights, responsibilities in the Company and get updated on the Business & Operations of the Company and contribute significantly to the Company.

### **C. Familiarization Framework for Independent Directors:**

The Company on a regular basis makes detailed presentation to the entire Board including Independent Directors on the Company's Operations and Business plans. The nature of industries in which the company operates and model of its respective business. Such presentations are made by the senior management/ leadership team/functions heads so that the Independent Directors can have direct interaction with them.

The Company has adopted a familiarization frame work for Independent Directors, which would cover the following:-

- 1) To share information's with Independent Directors in its board meeting or after board meeting of overall industry in which it operates, with its plans and operations, market information including that of competitors, product offerings, organizational structure, as well as business model of the Company.
- 2) To familiarizes Independent Directors with their role, responsibilities and liabilities at the time of their appointment / re-appointment, through a formal letter of appointment.
- 3) To share with such Director(s), Code of Conduct for Independent Directors of the Company and the Code of Conduct for Prevention of Insider Trading to aware them with applicable laws in this regard.
- 4) To familiarize with provisions of Companies Act, 2013 and amendments in Listing Agreement, from time to time by Company Secretary of the Company.
- 5) Visits to Site / Plants: To enable them to have full understanding of working conditions/ atmosphere.

### **D. Details of Familiarization Programme conducted are as under:-**

<b>Sr. No.</b>	<b>Date of Programme</b>	<b>Area Covered</b>
1.	4 <sup>th</sup> February 2023	Sharing with independent directors, the information; <ul style="list-style-type: none"><li>• on nature of the industry in which the company operates and Companies plans and operations,</li><li>• Business operations and functioning of various departments of the Company</li><li>• Roles, rights, responsibilities of the Director and Statutory compliances required to be made by the Company and the Directors as a part of the Board &amp; EPC Industry overview.</li></ul>

**E. Details of attendance of Independent Directors in Familiarization Programmes are as follows:**

Sr. No.	Name of Independent Directors	No. of Programmes attended during the Financial year 2022-23	No. of hours spent in such Programmes during the Financial year 2022-23	No. of Programmes attended on a cumulative basis till date	No. of hours spent in such programmes on a cumulative basis till date
1.	Mr. Asit R. Shah	1	2	8	16
	Mr. Yogesh P Shah	1	2	3	6
	Mr. Nipam C Shah	1	2	3	6

- Mr.Asit R Shah & Mr.Nipam C Shah ceased to be director from 24<sup>th</sup> April 2023 and new directors i.e. Mrs.Neetu Jalan and Mrs.Dipika Soni are appointed.