



GUJARAT CRAFT
INDUSTRIES LTD

CIN: L25111GJ1984PLC007130

Head Office & Works

431, Santej-Vadsar Road, Santej - 382 721, Tal.: Kalol, Dist.: Gandhinagar (Gujarat) INDIA
Ph.: +91 2764 286131, +91 2764 248339/42 | M.9909950534 | Fax.: + 91 2764 248334

Ahmedabad Office

35, Omkar House, Nr. Swastik Cross Roads, C. G. Rd, Ahmedabad – 380 009 (Gujarat) INDIA
Ph. : +91 79 26449515 | Fax.: + 91 79 26425701

E-mail: info@gujaratcraft.com | **Web:** www.gujaratcraft.com

An ISO-9001 Certified Company

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

1. Regulatory Basis

In accordance with Regulation 25(7) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Regulation 46(2)(i) of the said Regulations, Gujarat Craft Industries Limited ("the Company") is required to familiarize its Independent Directors with the Company, their roles, rights and responsibilities in the Company, the business profile of the Company, etc., through various familiarization programmes. The details of such programmes are required to be disclosed on the website of the Company.

2. General Information

Company Name: Gujarat Craft Industries Limited

CIN: L25111GJ1984PLC007130

Date of Incorporation: 31st July 1984

Registered Address: Plot No. 431, Village-Santej, Santej-Vadsar Road, Tal-Kalol, Gandhinagar, Gujarat – 382721

Listed on Stock Exchange: Yes

Email: info@gujaratcraft.com

3. Definitions

3.1 Independent Directors

Persons as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 2(47) of the Companies Act, 2013, duly appointed by the Board and Shareholders of the Company.



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3.2 Inductee

A person who has been inducted on the Board of the Company as an Independent Director, as per the recommendation of the Nomination and Remuneration Committee and approval by the Board of Directors and Shareholders.

3.3 Familiarization Kit

An information kit provided to a newly appointed Independent Director which includes general information about the Company in the form of Company Profile, last three years' Annual Reports, copy of Code of Business Conduct, Code of Conduct under Insider Trading Regulations, and various policies adopted by the Company.

4. Familiarization Process

- A person appointed as an Independent Director, on being admitted to the Board, shall be provided with a Familiarization Kit and shall be informed about the general business and functioning of the Company.
- A new Independent Director shall be introduced to the senior managerial personnel and departmental heads and shall also be taken on visits to the manufacturing facilities of the Company.
- Senior Management shall conduct programmes/presentations periodically to familiarize the Independent Directors with the strategy, business operations, financial & operational performance, budgeting, and planning of the Company.
- The programmes/presentations shall also familiarize the Independent Directors with their roles, rights, and responsibilities in the Company.



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- Independent Directors shall be regularly updated on any changes in regulations, laws, and governance practices applicable to the Company and the industry in which it operates.

5. Details of Familiarization Programmes

The details of familiarization programmes imparted to the Independent Directors of the Company are as under:

1. FY 2020-21

During FY 2020-21, one familiarization programme was conducted and on an average 2.5 hours were spent by the Independent Directors. The Independent Directors were briefed on the business operations, manufacturing activities and financial performance of the Company during the year. They were also familiarized with the salient aspects of the Companies Amendment Act, 2020, which inter alia included amendments related to Ease of Living for Corporates, Ease of Compliances, strengthening of Corporate Governance, reduction in amount of monetary penalty, omission of punishment with imprisonment, removal of penal provisions, amendments relating to adjudication and compounding, etc.

2. FY 2021-22

During FY 2021-22, one familiarization programme was conducted and on an average 3 hours were spent by the Independent Directors. The Independent Directors were updated on the business operations, production activities and overall business environment of the industry in which the Company operates. They were also familiarized with the amendments in the provisions of Corporate Social Responsibility (CSR) which became effective from 22nd January 2021. The said amendments inter alia included introduction of the concept of ongoing projects, mandatory impact assessment for bigger projects, enhanced disclosures, treatment of unspent CSR amount, revised criteria for implementing agencies, and provisions of penalties, etc.



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3. FY 2022-23

During FY 2022-23, one familiarization programme was conducted and on an average 4 hours were spent by the Independent Directors. The Independent Directors were familiarized with the business operations, manufacturing activities, key products of the Company and the overall business environment of the industry in which the Company operates. They were also briefed on the amendments under SEBI Listing Regulations and the Companies Act, 2013. The Independent Directors were updated on major changes in the provisions which became effective from 1st January 2022, pertaining to eligibility, appointment, re-appointment and resignation of Independent Directors, amendments relating to the Board, Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, and Related Party Transactions. The Directors also updated themselves with amendments in the Companies (Appointment and Qualification of Directors) Rules 2014, the Companies (Accounts) Rules 2014, and the Companies (Audit and Auditors) Rules 2014.

4. FY 2023-24

During FY 2023-24, one familiarization programme was conducted and on an average 2 hours were spent by the Independent Directors. The Independent Directors were apprised of the business operations, production activities, financial performance and key business developments of the Company during the year. They were also familiarized with the amendments to SEBI Listing Regulations and SEBI (Prohibition of Insider Trading) Regulations, 2015, which inter alia included amendments relating to appointment or re-appointment of a person on the Board of Directors, Corporate Governance Report, Annual Secretarial Compliance Report, Business Responsibility and Sustainability Report (BRSR), etc.

5. FY 2024-25

During FY 2024-25, one familiarization programme was conducted and on an average 5 hours were spent by the Independent Directors. The Independent Directors were updated on the business operations, operational performance, expansion plans and overall business strategy of the Company. They were also apprised of various amendments under SEBI



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Listing Regulations during the year, which inter alia included amendments relating to Related Party Transactions (RPT), introduction of Integrated Filing and Disclosures, new criteria in respect of the appointment of the Compliance Officer and appointment or re-appointment of directors, introduction of new procedure and framework for reclassification of Promoter or Promoter Group entities, Disclosure of Material Events, and provisions relating to appointment and re-appointment of Secretarial Auditors, including requirement of additional disclosures on the website of the Company.