



Familiarisation Program for Independent Directors

Preamble

Clause 49(II)(B)(7) of Listing Agreement, requires listed companies to familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programs.

Induction Program

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' kit containing Navneet Education Limited's (Navneet) Corporate Profile, Memorandum and Articles of Association, latest Annual Report, code of conduct applicable to Directors and employees of the Company and Navneet's Code for Prevention of Insider Trading is handed over to the new Director. In case the Independent Director is also inducted on Audit Committee, he/she is also handed the Terms of reference of Audit Committee and Whistle Blower Policy.

The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed Director, their fiduciary duties and responsibilities that come with the appointment as a Director of the Company, along with the details of remuneration and performance review process.

Ongoing Familiarization Programs

The Board meetings of the Company are mostly held at the Registered Office of the Company wherein various business decisions are discussed and decided. The Directors discuss on different functions and areas in order to enable them to better understand the Business and operations of the Company. If required, functional heads are also called at the meeting for getting the business updates of the respective functions handled by them.

Presentations are made at the Board and Board Committee Meetings, on Business and performance updates of the Company, global business environment, business strategy and risks involved, market share, financial parameters, working capital management, senior management changes, litigations, compliances and fund flows. The Presentations at Board meetings include update on major developments in legal & regulatory areas, like Companies Act, Listing Agreement, and various Tax and financial reporting changes.

Each Independent Director of the Company has complete access to information relating to the Company like policies, Board Presentations and Financials at all times. Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Further, Independent Directors meet for a separate meeting of Independent Directors without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Managing Director.

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