

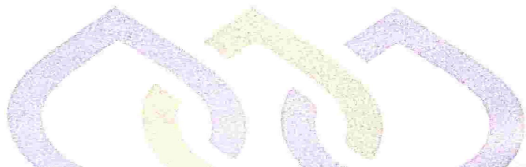
MACHHAR INDUSTRIES LIMITED

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

Details of familiarization programs imparted to Independent Directors during the Financial year 2022-2023:

S. No.	Name of Independent Director	No. of Sessions attended		No. of hours spent in the Sessions attended	
		FY2022-23	Cumulative till date	FY2022-23	Cumulative till date
1	Mr. Gheverchand Bothara	-	-	-	-
2	Mr. Balaprasad Tapdiya	-	-	-	-
3	Mrs. Rupali Bothara	-	-	-	-

In addition to above, regular updates are presented at the Board/Committee meetings to keep the Board apprised on the regulatory updates, sector updates, business progress against budgets, new business initiatives, consumer and market trends, control framework, periodical financial results, new legal amendments and regulations etc.





MACHHAR INDUSTRIES LIMITED

MACHHAR INDUSTRIES LIMITED

**FAMILIARIZATION PROGRAM
FOR INDEPENDENT DIRECTORS**

As approved on 8th July, 2023



MACHHAR INDUSTRIES LIMITED

MACHHAR INDUSTRIES LIMITED FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

1. Objective

The Companies Act, 2013 (the “Act”) read with Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, places increased responsibilities on Independent Directors of the Company. In order to enable the Independent Directors to fulfill their responsibilities efficiently and effectively, a Familiarization Program (the “program”) has been put in place by the Machhar Industries Limited (“MIL” or the “Company”) to assist them understand details about the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

2. Familiarization Process

The Company conducts orientation programs / presentations / training sessions, periodically at regular intervals, to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Such orientation programs / presentations / training sessions provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company’s strategy, business model, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary.

The programs / presentations also familiarize the Independent Directors with their roles, rights and responsibilities.

The Company may include such other details and information, as required, during the introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.

3. Review of the Program

The Company may periodically review this Program and make suitable revisions, as may be deemed necessary, from time to time.



MACHHAR INDUSTRIES LIMITED

MACHHAR INDUSTRIES LIMITED

**POLICY DISCLOSURE
OF
MATERIAL EVENTS
AND
INFORMATION**

As Approved

By board of directors on 8th July, 2023

MACHHAR INDUSTRIES LIMITED

POLICY DISCLOSURE OF MATERIAL EVENTS AND INFORMATION

Preamble:

This Policy, framed in compliance with Regulations 30 and 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 contains the Company' policy as to disclosure of material events and/or information.

The Policy shall come in to force with effect from the date of listing of the equity shares of the Company on BSE Limited.

Disclosure details about material events and information in respect of the Company's equity shares are given below.

All events or information that are, in the opinion of the Board of Directors are material events and/or information, to be disclosed.

The following events/information shall be disclosed as material events. These would be in line with or to be in addition to the list as specified by SEBI in its circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015 or any further clarifications/additions to the list given in the said circular.

A. Events which shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation (4) of regulation (30) of the Listing Regulations.

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.

Explanation.- For the purpose of this sub-para, the word 'acquisition' shall mean,- acquiring control, whether directly or indirectly; or, acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that - the listed entity holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or; there has been a change

in holding from the last disclosure made under sub-clause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.

2. Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.
3. Revision in Rating(s).
4. Outcome of Meetings of the board of directors: The listed entity shall disclose to the Exchange(s), within 30 minutes of the closure of the meeting, held to consider the following:

dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched; any cancellation of dividend with reasons thereof; the decision on buyback of securities; the decision with respect to fund raising proposed to be undertaken increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched; reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue or the creation in any form or manner of new shares or securities or any other rights, privileges or benefits to subscribe to; short particulars of any other alterations of capital, including calls; financial results; decision on voluntary delisting by the listed entity from stock exchange(s).

5. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the listed entity), agreement(s)/treaty(ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.
6. Fraud/defaults by promoter or key managerial personnel or by listed entity or arrest of key managerial personnel or promoter.
7. Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer. Appointment or discontinuation of share transfer agent. Corporate debt restructuring. One time settlement with a bank. Reference to BIFR and winding-up petition filed by any party / creditors. Issuance of Notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the listed entity. Proceedings of Annual and extraordinary general meetings of the listed entity. Amendments to memorandum and articles of association of listed entity, in brief.

Schedule of Analyst or institutional investor meet and presentations on financial results made by the listed entity to analysts or institutional investors;

B. Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30):

- Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division
- Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
- Capacity addition or product launch.
- Awarding, bagging/receiving, amendment or termination of awarded/ bagged orders/contracts not in the normal course of business.
- Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof.
- Disruption of operations of any one or more units or division of the listed entity due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
- Effect(s) arising out of change in the regulatory framework applicable to the listed entity.
- Litigation(s)/dispute(s)/regulatory action(s) with impact.
- Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.
- Options to purchase securities including any ESOP/ESPS Scheme.
- Giving of guarantees or indemnity or becoming a surety for any third party.
- Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

- C. Any other information/event viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.
- D. Without prejudice to the generality of para (A), (B) and (C) above, the listed entity may make disclosures of event/information as specified by the Board from time to time.

Key Managerial Persons (KMPs) authorized by the Board of Directors for determining the materiality of any event or information and for the purpose of making the necessary disclosures to the Stock Exchanges in terms of Regulation 30(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name & Designation	Contact Detail
Managing Director & Company Secretary	Phone: +91-9552533328 Email Id: info@machharinfra.com
