

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

✓ **Preamble:**

This Familiarization Program ("the Program") for Independent Directors of Picturehouse Media Limited ("the Company") has been adopted by the Board of Directors pursuant to Clause 49 of the Listing Agreement.

In accordance with requirements of Clause 49 of the Listing Agreement and Schedule IV of the Companies Act, 2013, the Company shall 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.

✓ **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 contribute significantly to the Company.

✓ **Details of Familiarization Programme & Visit to the company:**

- (i) The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- (ii) Such programs / presentations will 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, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- (iii) The independent directors were provided an overview of;
- (iv) Criteria of independence applicable to Independent Directors as per clause 49 of the Listing Agreement on Corporate Governance and the Companies Act, 2013;
- (v) Roles, functions, Duties, Responsibilities and liabilities of Independent Directors;
- (vi) Directors Responsibility Statement forming part of Boards' Report;
- (vii) Vigil Mechanism including policy formulation, disclosures, code for Independent Directors, Fraud response plan, obtaining Audit Committee approval, wherever required;

- (viii) Risk Management systems & framework;
- (ix) Board evaluation process and procedures and policy
- (x) Dealing with Related party transactions under the Companies Act, 2013 and the Listing Agreement;
- (xi) Internal Financial Controls and
- (xii) Loans and Investments under the Companies Act, 2013.
- (xiii) The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time.

✓ **Review of the Program**

The Board will review this Program and make revisions as may be required

✓ **Disclosure**

The details of the familiarization programme will be uploaded on the Company's website viz. www.pvpcinema.com for public information and a web link for the same shall also be provided in the Annual Report of the Company.