POLICY ON FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS, ROLE, RESPONSIBILITY AND RIGHTS OF INDEPENDENT DIRECTORS

PREAMBLE

SEBI Regulation 25 (7) stipulates that Vedic Ayurveda Limited (The Company) shall familiarize the independent directors with the Company, the functions of the Company and specify their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various Programmes.

OVERVIEW OF THE FAMILIARISATION PROCESS

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. In order to ensure this,

i. A Directors' kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3 years etc. is handed over to the new director.

ii. The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.

iii. Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

iv. Periodic 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. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments were made at the separate meetings of the Independent Directors held during the year.

v. Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

vi. Each director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's Familiarisation Programmes for Independent Directors and 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.

vii. Independent Directors shall meet 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 Chairman and Managing Director.

viii. Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company.

ix. The Board of Directors shall record and review the number of programmes attended by independent directors (during the year and on a cumulative basis till date).

x. The Board of Directors shall also record and review number of hours spent by each independent directors in such programmes (during the year and on cumulative basis till date), and

This policy is subject to change / modification with the approval of Board of Directors as and when needed considering the changes in functioning of the Company or under the Statutes.