



ODIGMA CONSULTANCY SOLUTIONS LIMITED

[CIN:L72900GJ2011PLC131548]

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Familiarization Programme (“the Programme”) for Independent Directors of Odigma Consultancy Solutions Limited (“the Company”) has been adopted by the Board of Directors pursuant to Regulation 25 (7) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

1. PURPOSE:

The programme has been formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities, divided into various modules with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions;
- Strategy, Operations and functions of the Company;

The Programme has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), 2015 as amended from time to time.

2. GENERAL INFORMATION:

a) Company – “Odigma Consultancy Solutions Limited”.

b) Independent Directors-

- Mr. Jigar Pradipchandra Shah
- Ms. Anal Desai
- Mr. Jigar Rameshbhai Shah

Duly appointment by the Board and Shareholders of the Company.

c) Inductee:

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

d) Familiarization Kit: A information kit to be provided to a person who has been appointed as an Independent Director which contains, general information about the Company in form of Company Profile, latest Annual Report, copy of code of conduct of Director and Senior Management Personnel, copy of code of conduct as per Insider Trading Regulations and various policies adopted by the Company.

3. FAMILIARIZATION PROGRAMME:

The Company shall through its Executive Directors / Key Managerial Personnel conduct programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

The programmes essentially has two broad components –technical and behavioural. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in

Company. The behavioural component shall empower the participants to understand board procedures and help them to be effective in board activities. The Programme also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfilment of their responsibilities in a professional and faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large.

The programme shall be conducted in such a manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.

The programmes/presentations also familiarises the Independent Directors with their roles, rights and responsibilities.

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; and

The Company may conduct an introductory familiarization programme / presentation and provide the familiarization Kit, when a new Independent Director comes on the Board of the Company.

4. DISCLOSURE OF THE POLICY:

This policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

5. REVIEW OF THE PROGRAMME:

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

Details of the above familiarisation programme imparted to Independent Directors:

Name of Directors	Number of Meetings/ Programmes attended (FY 2024-25)	Number of Meetings/Programmes attended (cumulative)	Number of hours spent (FY 2024-25)	Number of hours spent till date (cumulative)
Mr. Jigar Pradipchandra Shah	2	2	3	3
Ms. Anal Desai	2	2	3	3
Mr. Jigar Rameshbhai Shah	2	2	3	3