

PBA Infrastructure Ltd

Programme for Independent Directors

(In terms of Regulation 25(7) of the Listing Regulations)

Background

The Listing Regulation requires listed companies to conduct PBA Infrastructure ltd programme for the Independent Directors so as to familiarize them 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. PBA Infrastructure Limited facilitates the members of its Board to PBA Infrastructure ltd themselves with the industry and its operations.

The Independent Directors also have complete access to the information within the Company. Presentations are made at the Board/ Committee Meetings at regular intervals on various matters inter-alia covering the business and financial analysis of the various operations, organizational structure, quarterly and annual financial results and such other important areas, wherein the Independent Directors interact and discuss with the management of the Company. The Company also circulates through email on periodic basis, update for Directors. Independent Directors have freedom to interact with Company's management.

Practices followed by the Company on a continuous basis

- All the Independent Directors are made aware of their roles and responsibilities at the time of appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.
- At least one Board Meeting in a year has a detailed strategy session with the senior management team of PBA. The members of the Management team of PBA make presentations to the Independent Directors which inter alia covers the industry scenario, strategic priorities for PBA and the business model of the Company.

Other PBA Infrastructure ltd programmes which the Company may conduct from time to time

- The Company may conduct introductory programmes when a new Independent Director is inducted on the Board of the Company.
- The Company management also organizes presentations to the Independent Directors to apprise them of key changes in regulations impacting the Company or the functioning, roles and responsibilities of the Board members. On promulgation of the Companies Act, 2013 and consequent changes to the SEBI regulations, such presentations and updates were provided to the members of the Board.

Details of Familiarization Programmes for Independent Directors FY-2021-2022

| Sr. No. | Name | No. of programs/ meeting attended | | No. of Hours spent | |
|---------|--------------------------|-----------------------------------|------------|--------------------------|------------|
| | | Financial Year 2021-2022 | Cumulative | Financial Year 2021-2022 | Cumulative |
| 1 | Mr. Anil R. Parvatkar | 8 | 18 | 8 | 18 |
| 2 | Mrs. Shallu R. Khanna | 8 | 15 | 8 | 15 |
| 3 | Mrs. Yudhishter Lal Gadi | 5 | 07 | 5 | 07 |
| 4 | Mr. Pooja K Gandhi | 1 | 0 | 1 | 0 |

Details of Familiarization Programmes for Independent Directors FY-2020-2021

| Sr. No. | Name | No. of programs/ meeting attended | | No. of Hours spent | |
|---------|--------------------------|--------------------------------------|------------|-----------------------------|------------|
| | | Financial Year 2020-2021 | Cumulative | Financial Year 2020-2021 | Cumulative |
| 1 | Mr. Anil R. Parvatkar | 4 | 14 | 4 | 14 |
| 2 | Mrs. Shallu R. Khanna | 4 | 14 | 4 | 14 |
| 3 | Mrs. Yudhishter Lal Gadi | 4 | 03 | 4 | 7 |

Details of Familiarization Programmes for Independent Directors FY-2019-2020

| Sr. No. | Name | No. of programs/ meeting attended | | No. of Hours spent | |
|---------|--------------------------|--------------------------------------|------------|-----------------------------|------------|
| | | Financial Year 2019-2020 | Cumulative | Financial Year 2019-2020 | Cumulative |
| 1 | Mr. Anil R. Parvatkar | 7 | 7 | 7 | 7 |
| 2 | Mrs. Shallu R. Khanna | 7 | 7 | 7 | 7 |
| 3 | Mr. Raj Kumar Sobti | 2 | 4 | 2 | 4 |
| 4 | Mrs. Yudhishter Lal Gadi | 3 | 0 | 3 | 0 |

Details of Familiarization Programmes for Independent Directors FY-2018-2019

| Sr. No. | Name | No. of programs/ meeting attended | | No. of Hours spent | |
|----------------|-----------------------|------------------------------------------|-------------------|---------------------------------|-------------------|
| | | Financial Year 2018-2019 | Cumulative | Financial Year 2018-2019 | Cumulative |
| 1 | Mr. Anil R. Parvatkar | 7 | 0 | 7 | 0 |
| 2 | Mrs. Shallu R. Khanna | 4 | 0 | 4 | 0 |
| 3 | Mr. Raj Kumar Sobti | 4 | 0 | 4 | 0 |