

DUNCAN ENGINEERING LIMITED

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FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

OVERVIEW

In accordance with Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), the Company is required to 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 programmes. Further, the details of such familiarization programme(s) shall be disclosed on the Company's website and a web link shall also be given in the Annual Report.

FAMILIARISATION PROGRAMME

The Independent Directors of Duncan Engineering Limited are provided with every opportunity to familiarise themselves with the strategy, industry overview, performance, key regulatory developments and on their role, rights and responsibilities as Director.

Induction Programme

Induction programmes are organised for every new Director wherein the Director is given an overview of the Company, its vision and mission, the industry in which it operates, its business, strategies, risk management, organisation structure and other areas of relevance. The Director is also briefed on the regulatory requirements and legal and statutory provisions of which the Director is required to be aware. Various functional heads of the Company brief the new Director on the different aspects of the business as well as operational functions of the Company.

A Welcome Kit containing various declarations and submissions required to be made to the Board and key information/policy documents such as Code of Conduct, Memorandum and Articles of Association, Annual Report, Whistle Blower Policy, Code of Conduct for Prevention of Insider Trading. A detailed letter informing the terms and conditions of appointment of stating the roles, rights and responsibilities in line with the requirements of the Companies Act, 2013 and Listing Regulations and other applicable Laws are provided to the Independent Directors.

Regular Updates

Presentations are made at quarterly Board Meetings which include updates on performance reviews, strategy and key regulatory developments.

The Independent Directors are also members of the Committees and at each Committee meeting, they are presented with the necessary information to enable them to review and grant approvals as per the terms of reference of the Committee. Presentations are made at Committee meetings which inter alia cover specific industry overview, risk profile etc.

A pre-briefing is organised for the Committee members to brief them on the significant aspects of the agenda. Based on specific requests, arrangements are also made for Directors to attend visit plants from time to time.