

Familiarization Programme for
Independent Directors
of
Ironwood Education Limited

Ironwood Education Limited
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1. PURPOSE

This Familiarization Programme for Independent Directors has been adopted pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. OBJECTIVE

The Program aims to provide insights into the Company to enable the Independent Directors to understand the business, industry and operations in depth that would facilitate their active participation in managing affairs and contribute significantly to the Company.

3. FAMILIARIZATION AND ORIENTATION PROGRAMME

The Company shall conduct a formal induction programme for the new Independent Directors, which may include familiarization of Director with the following:

- Roles, rights and responsibilities of the Director and the Board as a whole;
- Company's vision, core values, ethics and corporate governance practices;
- Business Structure and Overview, Corporate Strategy, Business Plans and Annual Targets;
- Familiarization with Company's Business operations, performance, financial statements, other financial matters, internal control processes and statutory compliances;
- Code of Business Ethics and Conduct, Insider Trading Code, Fair Disclosure Code and others as may be formed by the Company from time to time.

4. OVERVIEW OF THE FAMILIARIZATION PROCESS

All Independent Directors have been briefed about their roles, functions and responsibilities in the Company. The appointment letter issued to Independent Directors also sets out detailed terms of employment including their roles, functions, responsibilities and their fiduciary duties as a Director of the Company.

Independent Directors are provided with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Quarterly updates on business, performance of the Company and relevant statutory changes are provided to the Directors in its Board Meetings.

Each Director of the Company has complete access to any information relating to the Company. They are given all the documents sought by them for enabling good understanding of the Company and its various operations. Independent Directors have the freedom to interact with the Company's management. Further, they have independent discussions without the presence of the Company's Management Personnel to discuss about the Company's affairs and put forth their combined views to the Board.

5. DISCLOSURE REQUIREMENT

The details of the familiarization programme shall be disclosed on the Company's website and a web link thereto shall be given in the Annual Report.

6. REVIEW OF THE PROGRAMME

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

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