



REC Limited
(CIN: L40101DL1969GOI005095)

Familiarisation Programme for Independent Directors

Preamble

Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 *inter-alia* stipulates, that the listed entity shall familiarize the Independent Directors about their roles, rights, responsibilities in the listed entity, nature of the industry and business model of the listed entity etc., through various programmes.

Purpose and Objective

The Familiarisation programme(s) are structured to assist the Independent Directors of REC to understand the Company and its business, so as to enable them in effective discharge of their duties.

Overview of Familiarisation process

At the time of appointment

At the time of appointment, the Independent Directors are informed about their role and responsibilities and are given an overview of business, operations and business model of the Company, including overview of the power sector. Immediately after appointment, Independent Director(s) are provided with, *inter-alia*, copies of the following documents:

- A) Annual Reports of the Company;
- B) Criteria of independence applicable on Independent Directors as per SEBI LODR Regulations, 2015 and the Companies Act, 2013.
- C) Copies of Code of Conduct and Ethics for Board Members, Code for Regulating, Monitoring and Reporting of Trading by Designated Persons and their Immediate Relatives and For Fair Disclosure and other relevant policies of the Company.
- D) Schedule IV of the Companies Act 2013 i.e., Code for Independent Directors.

Ongoing Familiarisation modules

On regular basis, following inputs are provided for familiarization with the Company:

- A) Presentations on business and performance of the Company, to familiarize the Independent Directors with the strategy, operations and functions of the Company and to enable them to be in a position to take well-informed timely decisions and contribute significantly.
- B) Each Director of the Company has complete access to information relating to the Company.
- C) Board Members are promptly updated about regulatory requirements and new developments in SEBI LODR Regulations, Companies Act, 2013 etc.
- D) Independent Directors have the freedom to interact with the Company's management during the meetings of Board/Committee(s) of Directors or otherwise.
- E) Need based training and Familiarisation is provided to Board Members through various seminars, conferences, training programmes etc. from time to time.
- F) Board members are also encouraged to advise the Company to adopt further programmes for their familiarization with the Company.

In compliance of the provisions of Companies Act, 2013, SEBI LODR Regulations, 2015 and Guidelines on Corporate Governance for CPSEs, 2010 issued by DPE, REC organizes/sponsors programmes for Independent Directors, covering various areas including overview of business activities and financial status of the Company, power sector scenario and role & responsibilities of the Board and Independent Directors. Details of such training programmes attended by Independent Directors in the recent past, are as under:

Name & tenure of the Independent Director	Topic of programme(s)	Date of the programme	No. of programmes attended	Cumulative No. of programmes attended	No. of hours spent in programme	Cumulative no. of hours spent in programmes
Dr. B.K. Karad (from July 17, 2018 to March 11, 2020)	Programme on roles and responsibilities of Directors under the Companies Act, 2013 organized by DPE at Dibrugarh, Assam.	17-Dec-2018 to 18-Dec-2018	1	1	16	16
	Orientation programme for Non-official directors of CPSEs organized by DPE at Shillong.	27-May-2019 to 28-May-2019	1	2	16	32
Dr. Gambheer Singh (from November 15, 2021 to November 14, 2024 and re-appointed w.e.f. April 17, 2025)	Online Orientation programme for capacity building of Non-official (Independent) directors of CPSEs organized by DPE in association with ICAI.	28-Jan-2022	1	1	8	8
	Online Orientation programme for Non-official (Independent) directors of CPSEs organized by DPE in association with ICSI.	15-Mar-2022	1	2	8	16
	In-house programme on business operations of REC.	22-Mar-2022	1	3	4	20
	Orientation and capacity building session on Ministry's goals/strategies for the sector & Role	13-Jul-2022	1	4	2	22

Name & tenure of the Independent Director	Topic of programme(s)	Date of the programme	No. of programmes attended	Cumulative No. of programmes attended	No. of hours spent in programme	Cumulative no. of hours spent in programmes
	of CPSEs in those goals and Expectations from Non-official Directors organized by DPE.					
	In-house programme on business operations of REC related to Resources, State Sector projects and Private sector projects management.	17-Sep-2022	1	5	5	27
	Orientation and Learning Summit for Independent Director on Board Governance, Role of Independent Directors in Board and Committee, DPE Guidelines & Responsible Business Conduct of CPSEs, Board dynamics, Understanding Finance for effective decision making and Managing risk, uncertainties & crisis organized by DPE.	19-Sep-2022 to 20-Sep-2022	1	6	16	43
	Certification Programme for Familiarization with fundamentals of finance and roles & responsibility of Audit Committee, Regulatory provisions related to Audit Committee and various matters organized by IICA at Mahabaleshwar, Mumbai.	1-Mar-2024 to 2-Mar-2024	1	7	16	59
	Directors Certification Master Class on Corporate Governance & the Companies Act 2013/ SEBI LODR Provisions and various other topics organized by IICA at Ooty, Tamil Nadu.	10-Jul-2024 to 12-Jul-2024	1	8	16	75

Name & tenure of the Independent Director	Topic of programme(s)	Date of the programme	No. of programmes attended	Cumulative No. of programmes attended	No. of hours spent in programme	Cumulative no. of hours spent in programmes
	Orientation programme on business operations of REC.	2-Jun-2025 to 3-Jun-2025	1	9	16	91
	Certification programme on IT & Cyber Security for Board Members of Non-Banking Financial Companies on Principles of Cyber Security and various topics organized by Institute for Development and Research in Banking Technology (IDRBT), Hyderabad.	5-Dec-2025	1	10	8	99
	Training programme on Workshop on the Expected Credit Loss (ECL) Framework organized by National Institute of Bank Management at Mumbai.	23-Dec-2025	1	11	6	105
Dr. Manoj Manohar Pande (from November 15, 2021 to November 14, 2024)	Online Orientation programme for capacity building of Non-official (Independent) directors of CPSEs organized by DPE in association with ICAI.	28-Jan-2022	1	1	8	8
	Online Orientation programme for Non-official (Independent) directors of CPSEs organized by DPE in association with ICSI.	15-Mar-2022	1	2	8	16
	In-house programme on business operations of REC.	22-Mar-2022	1	3	4	20

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	Orientation and learning Summit for Independent directors of CPSEs on Specific roles and responsibilities of an Independent Director, Effectiveness in Board Meetings, Board Dynamics, Understanding finance for effective decision making, Role of Committees, Decision making, Mock Board Meeting & Exercises organized by DPE.	11-Jul-2022 to 12-Jul-2022	1	4	16	36
	Orientation and capacity building session on Ministry's goals/strategies for the sector & Role of CPSEs in those goals and Expectations from Non-official Directors organized by DPE.	13-Jul-2022	1	5	2	38
	In-house programme on business operations of REC related to Resources, State Sector projects and Private sector projects management.	17-Sep-2022	1	6	5	43
	Training programme on Building better Boards for Independent Directors organized by IICA at Kochi, Kerala.	24-Apr-2023 to 26-Apr-2023	1	7	24	67
	Directors Certification Master Class on Corporate Governance & the Companies Act 2013/ SEBI LODR Provisions and various other topics organized by IICA at Ooty, Tamil Nadu.	10-Jul-2024 to 12-Jul-2024	1	8	16	83

Name & tenure of the Independent Director	Topic of programme(s)	Date of the programme	No. of programmes attended	Cumulative No. of programmes attended	No. of hours spent in programme	Cumulative no. of hours spent in programmes
Dr. Durgesh Nandini (from December 30, 2021 to December 26, 2024 and re-appointed w.e.f. April 17, 2025)	Online Orientation programme for capacity building of Non-official (Independent) directors of CPSEs organized by DPE in association with ICAI.	28-Jan-2022	1	1	8	8
	Online Orientation programme for Non-official (Independent) directors of CPSEs organized by DPE in association with ICSI.	15-Mar-2022	1	2	8	16
	In-house programme on business operations of REC.	22-Mar-2022	1	3	4	20
	Orientation and learning Summit for Independent directors of CPSEs on Specific roles and responsibilities of an Independent Director, Effectiveness in Board Meetings, Board Dynamics, Understanding finance for effective decision making, Role of Committees, Decision making, Mock Board Meeting & Exercises organized by DPE.	11-Jul-2022 to 12-Jul-2022	1	4	16	36
	Orientation and capacity building session on Ministry's goals/strategies for the sector & Role of CPSEs in those goals and Expectations from Non-official Directors organized by DPE.	13-Jul-2022	1	5	2	38

Name & tenure of the Independent Director	Topic of programme(s)	Date of the programme	No. of programmes attended	Cumulative No. of programmes attended	No. of hours spent in programme	Cumulative no. of hours spent in programmes
	In-house programme on business operations of REC related to Resources, State Sector projects and Private sector projects management.	17-Sep-2022	1	6	5	43
	Training programme on Building better Boards for Independent Directors organized by IICA at Kochi, Kerala.	24-Apr-2023 to 26-Apr-2023	1	7	24	67
	Orientation programme on Perspectives on Indian Public Sector, Board Room Ethics & Board culture, Transformative Leadership, Secretarial Standards for Board meetings, Understanding Financial Statement and Independent Directors - Perspectives from Ministries & CPSEs organized by DPE at Varanasi.	21-Mar-2024 to 22-Mar-2024	1	8	16	83
	Directors Certification Master Class on Corporate Governance & the Companies Act 2013/ SEBI LODR Provisions and various other topics organized by IICA at Ooty, Tamil Nadu.	10-Jul-2024 to 12-Jul-2024	1	9	16	99
	Orientation programme on business operations of REC.	2-Jun-2025 to 3-Jun-2025	1	10	16	115
	Certification programme on IT & Cyber Security for Board Members of Non-Banking Financial Companies on Principles of Cyber	5-Dec-2025	1	11	8	123

Name & tenure of the Independent Director	Topic of programme(s)	Date of the programme	No. of programmes attended	Cumulative No. of programmes attended	No. of hours spent in programme	Cumulative no. of hours spent in programmes
	Security and various topics organized by Institute for Development and Research in Banking Technology (IDRBT), Hyderabad.					
	Training programme on Workshop on the Expected Credit Loss (ECL) Framework organized by National Institute of Bank Management at Mumbai.	23-Dec-2025	1	12	6	129
Shri Narayanan Thirupathy (w.e.f. March 6, 2023)	Training programme on Building better Boards for Independent Directors organized by IICA at Kochi, Kerala.	24-Apr-2023 to 26-Apr-2023	1	1	24	24
	Orientation programme on Board Governance, Role of Independent Directors in Audit and CSR Committee Regulatory Framework on Role & Responsibilities of IDs and on various topics organized by DPE at New Delhi.	05-Oct-2023 to 06-Oct-2023	1	2	16	40
	Directors Certification Master Class on Corporate Governance & the Companies Act 2013/ SEBI LODR Provisions and various other topics organized by IICA at Ooty, Tamil Nadu.	10-Jul-2024 to 12-Jul-2024	1	3	16	56
	Training programme on Effective Risk Governance and Boards Programme for Risk Governance, Digital Stewardship, Business Model & Cyber Security Vulnerability,	23-Jan-2025 to 24-Jan-2025	1	4	16	72

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	Deployment of Cyber & Digital Security Measures and Intellectual Property & Data Privacy organized by IICA at Bangalore.					
	Orientation programme on business operations of REC.	2-Jun-2025 to 3-Jun-2025	1	5	16	88
	Training programme on Workshop on the Expected Credit Loss (ECL) Framework organized by National Institute of Bank Management at Mumbai.	23-Dec-2025	1	6	6	94
