FAMILIARIZATION FOR INDEPENDENT DIRECTORS

(Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015)

A. INTRODUCTION

Schedule IV to the Companies Act, 2013 read with Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI LODR Regulations**") as amended from time to time, *inter alia* requires the Company to familiarize the Independent Directors with the Company, their roles and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. through various programmes. In view of amendment and modification, Sai Infinium Limited (the "**Company**") at its meeting held on April 04, 2026, has approved and adopted this Familiarization Programme for Independent Directors ("**Familiarization Programme**").

As per Regulation 46(2) of the SEBI (LODR) Regulations, the listed entity shall disseminate the details of Familiarization Programme imparted to Independent Directors under a separate section on its website and as per 'Schedule IV' of the Companies Act, 2013 i.e., 'Code for Independent Directors'. The Independent Directors shall undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the Company.

B. OBJECTIVES

The objective of the Familiarization Programme is to help the Independent Directors understand the Company, the operations, business, industry and environment in which it functions and the regulatory environment applicable to it and enable them to fulfil their responsibilities efficiently and effectively. The Company shall familiarize the Independent Directors about the Company, including the following:

1. Nature of the industry in which the Company operates;
2. Business model of the Company;
3. Roles, rights, responsibilities of independent directors;
4. To inform them of all the laws, rules, regulations and guidelines applicable to the Company.
5. To generate and obtain valuable and informed decision from the directors on the matters to be brought or discussed at the Board Meetings; and
6. Any other relevant information.

The Program 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 the SEBI LODR Regulations, as amended from time to time.

C. APPLICABILITY

The above Programme will be conducted for new and continuing Independent Directors of the Company. Apart from Independent Directors, Non-Executive Directors are also eligible to attend the familiarization programmes.

D. FAMILIARIZATION AND CONTINUING DEVELOPMENT PROCESS

The Company shall, through its executive directors / senior managerial personnel conduct orientation programmes / presentations/ training sessions periodically at regular intervals to familiarize the Independent Directors with the strategy, operations and functions of the Company. Such programmes and training sessions will provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary. The programmes/ presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities.

The programmes essentially have 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 the Company. The behavioural component shall empower the participants to understand board procedures and help them to be effective in board activities. The Programmes also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code of conduct for fulfilment of their responsibilities in a such manner so as to promote confidence of the investor community particularly minority shareholders, regulatory authorities and the stakeholders at large.

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

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.

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

Initiatives for Induction on joining the Board of the Company:

a. Formal letter of appointment as Independent Director of the Company.

b. Memorandum of Association and Articles of Association of the Company.

c. Annual Reports of last three consecutive years.

d. Criteria of Independence applicable to Independent Directors as per Clause 49 of the Listing Agreement and Companies Act, 2013.

e. Code of Conduct for Independent Directors.

f. Code of Conduct for Directors and Senior Managerial Personnel.

g. Code of Internal Procedures and Conduct for Prevention of Insider Trading.

h. Note on Directors roles, functions, duties, responsibilities and liabilities of Independent Directors under the Companies Act, 2013 and Clause 49 of the Listing Agreement.

i. A detailed note introducing other directors on the Board of the Company, and also detailing composition of various Committees of the Board, their roles, duties and terms of reference etc.

j. Policy of the Company comprising of policies on various business aspects and practices.

k. Organizational Chart of the Company

l. List of Contact details of the Directors, Senior Management Personnel, Key Managerial Personnel and their personal/ executive assistants, if any.

m. Publicity material of the Company that explains the range of services and solutions offered by the Company to its clients.

n. Board evaluation process and procedures.

E. PROGRAMME AND DISCLOSURE

The Programme will be conducted "as needed" basis during the year.

As and when the Programme is conducted the same will be disclosed on the website of the Company with the following details:

a. Number of programs attended by independent directors (during the year and on a cumulative basis till date).

b. Number of hours spent by independent directors in such programs (during the year and on a cumulative basis till date).

c. Other relevant details.

A web link thereto shall also be given in the annual report of the Company.

Pursuant to Regulation 46(2) of SEBI LODR Regulations, the Familiarization Program shall be disclosed on the Company's website and a web link thereto shall be provided in the Annual Report. Further the number of programmes attended by the Independent Directors along with the number of hours spent by such an Independent Director in the programmes (during the year and on cumulative basis till date) shall also be disclosed by the Company.

F. REVIEW AMENDMENTS AND UPDATIONS

This policy will be reviewed periodically by the Board/ Committee as may be deemed necessary and to comply with any regulatory amendments or statutory modifications and subject to the necessary approvals of the Board of Directors in cases of material changes to the policy.

G. INTERPRETATION

In case of any subsequent changes in the provisions of the aforementioned statutes, the statutes would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with prevailing law. Any subsequent amendment/modification in SEBI Listing Regulations, Act and/or applicable laws in this regard shall automatically apply to this policy.

Approved in the meeting dated April 04,2026