

## **TEXMACO RAIL & ENGINEERING LIMITED**

### **Details of Familiarisation Programmes imparted to Independent Directors**

Pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act 2013, the Company is required to familiarise its Independent Directors with their roles, rights, responsibilities in the Company, nature of industry in which Company operates, business model, etc., through various programmes.

The Company has a system to familiarise its Independent Directors with operations and functions of the Company. The details of the Familiarisation Programme are available on the Company's website under the Investors section.

The letter of appointment issued to newly appointed Independent Directors comprises the terms of appointment, duties, responsibilities and expected time commitments etc. During the Board/Committee Meetings, Independent Directors interact with Management to further understand Company's business model, operations, strategies, service, product offerings, markets, organisational structures, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time. Independent Directors are also encouraged to interact with the Board and Senior Management on an ongoing basis.

The Managing Director makes detailed business presentations covering operational performance and appraises the Board of new developments each quarter. Apart from above, Directors are also updated with latest amendments of rules and regulations applicable to the Company at the earliest practicable date following their notification and, in any case, not later than the subsequent Board Meeting.

The Familiarisation Programme is designed to provide insights into the Company's business environment, regulatory framework, risk management systems, internal control processes and industry developments to enable Independent Directors to effectively discharge their duties.

During FY 2025-26, familiarisation sessions were conducted as part of the Board and Committee Meetings.

Details of attendance of Independent Directors in Familiarisation Sessions are as follows:

<b>Sr. No.</b>	<b>Name of Independent Directors</b>	<b>No. of hours spent in the sessions</b>	
		<b>FY 2025-26</b>	<b>Cumulative till date</b>
1.	Utsav Parekh	9 hrs.	62 hrs.
2.	Hemant Bangur	7 hrs.	12 hrs.
3.	Virendra Sinha	8 hrs.	38 hrs.
4.	Rusha Mitra	6 hrs.	33 hrs.
5.	Marco Philippus Ardeshir Wadia	5 hrs.	7 hrs.
6.	P. S. Bhattacharyya	6 hrs.	29 hrs.

The Company continues to ensure that Independent Directors are updated on regulatory changes, business developments and industry dynamics to enable effective discharge of their duties.