

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS OF
MARATHON NEXTGEN REALTY LIMITED

Introduction:

In terms of Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) the Company is required to familiarize its Independent Directors through various programmes about the Company, including the following:

- nature of the industry in which the company operates;
- business model of the company;
- roles, rights, responsibilities of independent directors; and
- any other relevant information.

Further, Regulation 46(2) read with Regulation 62(1A) of the Listing Regulations requires the Company to disseminate on its website the details of familiarization programmes imparted to independent directors including the following details:

- number of programmes attended by independent directors (during the year and on a cumulative basis till date),
- number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and
- other relevant details.

Familiarization Process

a) At the time of induction of the newly appointed Independent Director (ID), he/she is apprised adequately about the Company, its latest financial statements and their analysis, its business model, Industry scenario, competition, significant recent developments and also the Board processes by the Chairman and Managing Director, the Chief Financial Officer, the Company Secretary and the Senior Management. In addition, a ‘joining kit’ is given to the ID comprising the following documents:

- a) Latest Annual Report
- b) Memorandum and Articles of Association
- c) Code of Conduct
- d) Code of internal procedures and conduct for regulating, monitoring and reporting of trading by insiders

- e) Code of practices and procedures for fair disclosure of unpublished price sensitive information
- f) Policy on materiality of and dealing with related party transactions
- g) Policy on Vigil Mechanism (Whistle Blowing Policy)
- h) Draft Appointment letter (setting out role, rights and responsibilities) – final letter is given after the approval by the Shareholders
- i) Schedule of Meetings
- j) Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company

Other initiatives to update the directors on a continuing basis:

3.1 Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments were made at the separate meetings of the Independent Directors held during the year.

3.2 Meetings with Company Executives are also arranged to better understand the business and operations of the Company.

3.3 Reports on the Company including Analyst Reports of the Company are sent to the Directors.

3.4 Important stock exchange announcements and press releases for various news related to the Company are also presented/forwarded to the directors from time-to-time

3.5 Each member of the board, including the independent directors, have been given complete access to any information relating to the Company, whenever they so request.

During the financial year 2025-26, following major areas / topics were covered under the familiarisation programmes:

Programmes details	Topics	Delivered by	Mode
Business and Industry	Business & Operational performance of the Company and its subsidiaries	WTD/Senior Management team	Board / Committee Meetings
Financial and Treasury	Borrowing & liquidity position Financial planning, accounting and reporting Market update	CFO /Accounts team	Board / Committee Meeting,
Legal and Regulatory Compliance	Regulatory Updates	Group CS & CS	Board / Committee Meeting
Learning & development sessions, roles, rights, responsibilities of independent directors;	Regulatory Changes and Impact Compliance Management System	CS	Board / Committee Meetings & workshops organized by the Company from time to time.

Details of familiarisation programmes imparted to Independent Directors during FY 2025-26

[No. of hours]

Programmes details	Name of Independent Directors				
	<i>Atul Mehta</i>	<i>Ashwin Thakker</i>	<i>Parul Shah</i>	<i>Deepak Shah</i>	<i>Devendra Shrimanker</i>
Business and Industry	1	1	1	1	1
Financial and Treasury	1	1	1	1	1
Legal and Regulatory Compliance	1	1	1	1	1
Learning & development	1	1	1	1	1

sessions, roles, rights, responsibilities of independent directors;					
<i>Total</i>	<i>4</i>	<i>4</i>	<i>4</i>	<i>4</i>	<i>4</i>

On cumulative basis from FY 2015-16 to FY 2025-26

Name of the Directors	No. of hours spent by Independent Directors during FY 2025-26	Cumulative till date
<i>Atul Mehta</i>	<i>4</i>	<i>20</i>
<i>Ashwin Thakker</i>	<i>4</i>	<i>20</i>
<i>Parul Shah</i>	<i>4</i>	<i>20</i>
<i>Deepak Shah</i>	<i>4</i>	<i>26</i>
<i>Devendra Shrimanker</i>	<i>4</i>	<i>8</i>