

VENUS PIPES & TUBES LIMITED

DISCLOSURE OF FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS FOR THE FINANCIAL YEAR 2025–26 (FY26)

1. BACKGROUND

In terms of Regulation 25(7) and Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), the Company is required to familiarize its Independent Directors through various programmes about the Company, including its business model, industry, roles, rights, and responsibilities.

Accordingly, the Company has adopted a Familiarisation Programme Policy, the details of which are available on the Company’s website.

2. DETAILS OF FAMILIARISATION PROGRAMMES CONDUCTED DURING FY26

During the financial year 2025–26, the Company conducted various familiarisation programmes for its Independent Directors. These programmes were aimed at enhancing their understanding of the Company’s business, industry dynamics, regulatory environment, and governance practices.

2.1 Programme Coverage

The familiarisation programmes covered the following areas:

- Overview of the Company’s business operations and industry structure
- Business model, strategic initiatives, and expansion plans
- Corporate governance practices and regulatory updates
- Roles, rights, and responsibilities of Independent Directors under applicable laws
- Updates on operational performance, technology, and market developments
- any other relevant information.

3. DETAILS OF PROGRAMMES ATTENDED

S. No	Name of the Director	Number of Programmes attended					Number of hours spent				
		FY23	FY24	FY25	FY26	on a cumulative basis	FY23	FY24	FY25	FY26	on a cumulative basis
1	Mr. Pranay Ashok Surana	8	5	6	5	24	7.8	9.4	6.1	6.6	29.9
2	Mrs. Komal Lokesh Khadaria	8	5	6	5	24	7.8	9.4	6.1	6.6	29.9
3	Mr. Kailash Nath	8	5	6	5	24	7.8	9.4	6.1	6.6	29.9
4	Mr. Shyam Agrawal	3	1	2	2	8	2	1	1.5	5	9.5

Note: The above details are based on programmes attended by Independent Directors during the year and on a cumulative basis since their appointment.

4. MODE OF PROGRAMMES

The familiarisation programmes were conducted through:

- Board/Committee meetings
- Corporate Presentation on Financial Performance of the Company
- Interactive discussions with senior management
- Awareness about the amendments in statutes time to time (Corporate Laws, SEBI Regulations and other regulatory updates)
- Visit to Company's offices
- Industry outlook at the Board Meeting.
- Organisation structure, constitution of various Committees, Board procedures, Risk Management strategies, etc
- Various developments in the Company through Press Releases, e-mails, etc.

The Board also plans to have periodic Board Retreats (on-site or off-site) as part of familiarization programs. Visits to facilities & other premises are also organized for the Directors to understand the company's operations.

In the event of any conflict between the provisions of this policy and of the applicable law, such applicable law in force from time to time shall prevail over this Policy.