

AEROGRID ADVANCED HOSTING SOLUTIONS PRIVATE LIMITED
(Earlier known as “Alotronix Warehousing Fourteen Private Limited”)

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| Policy Title | Familiarization Programme for Independent Directors” (“ Policy ”) |
| Entity | Aerogrid Advanced Hosting Solutions Private Limited (<i>formerly known as Alotronix Warehousing Fourteen Private Limited</i>) (the “ Company ”) |
| Effective Date | From the date of approval by the Board of Directors of the Company i.e., July 9, 2025 |
| Applicability | This policy is applicable to the Company and its subsidiaries. |
| Purpose | In terms of provisions of Schedule IV to the Companies Act, 2013 and Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall schedule a program to familiarize the newly appointed independent Director and update them on their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. |
| Definitions | <p>“Act” means Companies Act, 2013 & rules made there under.</p> <p>“Board of Director” or “Board” means the Board of Directors of Aerogrid Advanced Hosting Solutions Private Limited</p> <p>“Company” means Aerogrid Advanced Hosting Solutions Private Limited</p> <p>“Holding Company” in relation to one or more other company means a company of which such companies are subsidiary companies.</p> <p>“IDs” or “Independent Director” means a director of the Company who satisfies the criteria for independence under Section 149 of Companies Act, 2013 and Regulations 16 (1) (b) of Listing Regulations.</p> <p>“Programme” means the familiarization programme for IDs of the Company as required under the law.</p> <p>“SEBI LODR” or “Listing Regulation” means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>i. “Subsidiary Company” or “Subsidiary” shall mean a subsidiary as defined under Section 2(87) of the Companies Act, 2013 and rules related thereto.</p> <p>All the words expressed in this Policy, unless defined hereafter, shall have meaning assigned to them under the Listing Regulation and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made/issuance thereunder, as amended from time to time.</p> |
| Objectives | This familiarization programme aims to increase the Board's effectiveness by enhancing the requisite skills of Independent directors, creating awareness about the business model of the Company and their roles, rights, responsibilities in the enhancement of corporate governance practices, as directors of the Company. The familiarization programmes for Independent directors shall be a mandatory requirement to fulfil the objective of the familiarization programmes. |
| Scope of Familiarization | Independent Directors are provided with access to information and resources pertaining to the following key areas: Overview and nature of the Company. |

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| | <p>Macroeconomic and industry landscape. Business operations and strategy. Regulatory and compliance framework. Internal policies and governance practices. Any additional information deemed necessary for the effective discharge of duties by the Independent Directors.</p> |
| Conducting Familiarisation Programmes: | <p>A: At the time of Appointment: At the time of appointment or reappointment, Independent Directors are issued a formal letter of appointment outlining their roles, responsibilities, and obligations, along with the terms and conditions governing their engagement.</p> <p>Familiarization is conducted through structured induction programmes and periodic presentations by senior management and subject matter experts. These sessions cover topics such as the Company’s strategic direction, industry developments, regulatory updates, and operational performance.</p> <p>New Independent Directors are provided with an induction kit which includes a presentation on details about:</p> <p>Company and its Subsidiaries, Memorandum and Articles of Association, Code of Conduct of Board and senior management Brief profile of other Board Members, Financial Results of past years, Policies such as Whistle Blower, Insider Trading, Related Party Transactions, etc., Broad aspects for evaluation of performance of Board Members, Other information/document as the Board may deem fit.</p> <p>B: Continual familiarization programme: The Company ensures that IDs are provided with timely and relevant information on an ongoing basis to support informed decision-making and effective oversight.</p> <p>Presentations on Company / Subsidiaries, business performance, operations, finance, risk management framework, etc. are given to the directors from time to time as part of the board discussions where IDs get an opportunity to interact with the senior leaders of the Company.</p> <p>Active communication channel between the Board of Directors and IDs is ensured, this allows the IDs to raise a query, seeking clarifications forenabling a better understanding of the Company and its various operations.</p> <p>The IDs are regularly updated regarding key developments in the Company and on any important regulatory amendments applicable to the Company.</p> <p>Meeting of the auditors with IDs are held to discuss Company’s affairs without the presence of management.</p> <p>The strategy board meeting is convened on an annual basis for a detailed deliberation on the Company’s strategies.</p> <p>Learning and development sessions for Board Members are conducted by external speakers on relevant business topics.</p> |

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| Disclosure | The details of the Programme shall be uploaded on the website of the Company and a web link of the same shall also be provided in the annual report of the Company. |
| Amendment | The Programme is reviewed periodically and updated as necessary to ensure its continued relevance and alignment with evolving regulatory requirements and business needs. |