

Haleos Labs Limited

(Formerly known as "SMS Lifesciences India Limited")

Familiarization Programme for Independent Directors

Introduction

Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Amended require a listed company to familiarize independent directors with inter alia the functioning of the business of the listed company, and the industry in which it operates by formulating programmes to this effect.

Pursuant to the above mentioned regulations, Haleos Labs Limited ("**Company**") has framed this policy (the "Policy") to ensure that the Directors referred to in Section 149(6) of the Companies Act, 2013 of the Company and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Independent Directors") have a greater insight into the business of the Company, enabling them to contribute more effectively in decision making.

This Policy is intended to be in conformity with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on the date of its adoption. However, if due to subsequent modifications in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable law, the amendment shall prevail over the policy.

This Policy shall be available at the website of the Company at haleoslabs.com/policies

Familiarization Programmes

The Company shall familiarize the Independent Directors through various programmes about the Company including:

- ✚ Nature of the industry in which the Company operates;
- ✚ Business model of the Company;
- ✚ Statutory & Regulatory updates
- ✚ Roles, rights, responsibilities of Independent Directors; and
- ✚ Any other relevant information.

Initiatives for Induction on joining the Board of the Company

A New Independent Director will be welcomed to the Board of the Company by sharing the following documents of the Company for his / her references:

- ✚ Formal letter of appointment as Director of the Company.
- ✚ Memorandum and Articles of Association of the Company.
- ✚ Annual Reports of last three consecutive years.
- ✚ Criteria of Independence applicable to Independent Directors as per Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013.
- ✚ Code of Conduct for Board of Directors and Senior Management.
- ✚ Code of Code of Conduct for Prohibition of Insider Trading.
- ✚ Organizational Chart of the Company and the profile of all the Directors and the Senior Managerial Personnel of the Company.
- ✚ List of Contact details of the Directors and Senior Managerial Personnel.
- ✚ Board evaluation process and procedures.

Familiarization and Continuing Education Process

- ✚ The Company through its Executive Directors / Key Managerial Personnel conduct programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- ✚ Such programmes / presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- ✚ The programmes/presentations also familiarise the Independent Directors with their roles, rights and responsibilities.
- ✚ When a new Independent Director comes on the Board of the Company, a meeting will be arranged with the Whole-time Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.

Other Initiatives to Update the Directors on a Continuous Basis

- ✚ The Directors will get an opportunity to visit Company's plants, where plant heads apprise them of the operational aspects of the plants to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, CSR etc.
- ✚ At various Board meetings during the year, presentations to be made to the Board on safety, health and environment issue(s), CSR activities, Company policies, changes in the regulatory applicable to the corporate sector and to the industry in which the Company operates, business excellence with areas of improvement and other relevant issue.
- ✚ Quarterly presentations on operations to be made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, regulatory scenario, etc.
- ✚ Quarterly results of the Company are provided to the Directors.

Disclosure

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

- ✚ Familiarization programme will be conducted "as needed" basis during the year.
- ✚ As and when familiarization programme is conducted, the same will be disclosed / updated in this policy and placed on the website of the Company.

This policy was originally adopted on 25th May, 2017 and
Subsequently, reviewed and adopted in the Board meeting held on 27th May, 2024.

(Only the name of the Company has been updated pursuant to name change of the Company)