



Fusion CX Limited

**FAMILIARIZATION PROGRAMME FOR INDEPENDENT
DIRECTORS**



Document Control Information

Regulatory Framework	Under Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
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Corporate Details	Fusion CX Limited (CIN: U72900WB2004PLC097921) Y9, Street No. 13, EP Block, Sector V, Bidhannagar, Kolkata, West Bengal 700091
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1 Introduction

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, requires the Company to familiarize the Independent Directors with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. Additionally, as per Regulation 46(2)(i), the details of the familiarization programmes imparted to independent directors, including the number of programmes attended and hours spent, must be disclosed on the Company's website – <https://www.fusioncx.com>.

2 Purpose & Objective

Through the Programme, the Company aims to achieve the following objectives:

- To apprise the directors about the operating system of the Company for its business operations.
- To inform them of all the laws, rules, regulations, and guidelines applicable to the Company.
- To make them aware of the rules, responsibilities, and liabilities pursuant to the Companies Act, 2013.
- To generate and obtain valuable and informed decisions from the directors on the matters to be brought or discussed at the Board Meetings.
- To empower independent directors with the necessary knowledge and skills to contribute effectively to the Company's governance and strategic decision-making.

3 Familiarization Process

- a) The Company will conduct orientation programmes, presentations, and training sessions periodically at regular intervals to familiarize the independent directors with the strategy, operations, and functions of the Company.
- b) Such programmes provide an opportunity to the independent directors to interact with the senior leadership team of the Company and help them understand the Company's business strategies, business model, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology,

quality, facilities, risk management strategy, governance policies, designated channels for flow of information, and other relevant areas.

- c) The programmes and presentations also familiarize the independent directors with their roles, rights, and responsibilities. New independent directors are provided with an introductory orientation programme that includes materials on the Company's business operations, governing documents, and information on key personnel and financial matters.
- d) For external training programmes, the Chairman of the Board of Directors may nominate independent directors based on business needs.
- e) Non-executive directors are also eligible to attend the familiarization programmes to enhance their understanding of the Company's operations and governance framework.
- f) The familiarization process includes presentations by department heads and subject matter experts, facility visits to understand operational aspects, and participation in strategic planning sessions.
- g) Regular updates on statutory and regulatory changes are circulated to the directors to keep them informed of the latest developments impacting the Company.

4 ORIENTATION PROGRAMME FOR NEW DIRECTORS

The Company shall conduct a formal induction programme for the new independent directors, which may include familiarization of such independent director with the following:

- a) Nature of industry in which the Company operates;
- b) Business model of the Company;
- c) Roles, rights and responsibilities of the independent director and the Board as a whole;
- d) Criteria of independence applicable to independent directors as per the Listing Regulations and the Act;
- e) Directors responsibility statement forming part of the Boards' report;
- f) Company's vision, core values, ethics and corporate governance practices;
- g) Business structure and overview, corporate strategy, business plans and annual targets;



- h) Familiarization with Company's business operations, performance, financial statements, other financial matters, internal control processes and statutory compliances, risk management systems and framework;
- i) Vigil mechanism, code of business ethics and conduct, insider trading code, fair disclosure code, anti-bribery and anti-corruption policy and others as may be formed by the Company from time to time; and
- j) Board evaluation process and procedures.

5 Review of the Programme

The Company may periodically review this Programme and make suitable revisions, as deemed necessary, from time to time. The review process includes feedback from independent directors on the programme's effectiveness and may involve customization based on directors' individual needs or roles within board committees.

6 Disclosure

The details of the Policy and the programmes conducted under it for the independent directors shall be disclosed on the Company's website. The corporate governance report in the annual report will include the web link where the details are disclosed. The familiarization programme will be conducted on an "as needed" basis during the year.

7 Conflict in Policy

In the event of any conflict between the Companies Act, 2013, SEBI regulations, or other statutory enactments ("Regulations") and the provisions of this Policy, the Regulations shall prevail.

8 Amendments

In case of any changes in the SEBI Listing Regulations or other regulations that affect the provisions of this Policy, the Policy will be updated accordingly.

Date: 1st April, 2025

Place: Kolkata