



## **DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Flair Writing Industries Limited (“the Company”) has adopted an orientation process/ familiarisation programme for its Independent Directors in accordance with the requirements of Regulation 25(7) and Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013.

The programme is designed to familiarise the Independent Directors with the Company, its business operations, industry environment, governance framework and their roles, rights and responsibilities as members of the Board.

The familiarisation programme emphasises on the following aspects:

1. **Roles, Rights and Responsibilities** – Board dynamics, governance framework and functions of the Board and its Committees.
2. **Strategy and Operations** – Business model, strategy, operations and functions of the Company.

The roles, rights and responsibilities of the Independent Directors are also specified in the Letter of Appointment issued to them at the time of their appointment.

Further, as a part of the process, whenever a new Independent Director is appointed, an induction programme is conducted by the senior management team to familiarise the Director with the Company’s business, operations and governance practices.

In addition, whenever an Independent Director is appointed as a member of any Board Committee, relevant information relating to the functioning of the Committee and the roles and responsibilities of Committee members is provided to such Director.

The Independent Directors attend such orientation / familiarisation programmes from time to time.

### **DETAILS OF OTHER FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS:**

#### **A. Presentation/ Updates by Key Managerial Personnel and Senior Management:**

At the meetings of the Board and its Committees, Key Managerial Personnel and senior executives may participate as attendees / invitees, as and when required, to familiarise the Directors with various aspects of the Company’s business and operations.

Through presentations and updates, the Directors are apprised of:

- business outlook and strategic plans
- scale and operations of the Company
- industry trends, risks and challenges

- internal control systems and risk management framework
- policies and governance practices of the Company.

The Directors are also updated from time to time on recent legal and regulatory developments applicable to the Company.

**B. Regular interactions with Plant heads:**

The Independent Directors are also provided an opportunity to interact with plant heads and other employees at the Company's manufacturing facilities located at various locations.

During such interactions, the Independent Directors are familiarised with:

- plant operation systems
- safety measures implemented at the facilities
- raw material handling and management systems
- manufacturing processes and operational workflow.

These interactions help the Independent Directors gain a better understanding of the operational aspects of the Company.

**C. Regular update on key developments:**

The Company also keeps its Independent Directors informed of significant developments relating to the business, industry environment and regulatory framework through timely communications and updates.

**D. Plant visit by Independent Directors:**

From time to time, visits to the Company's manufacturing facilities may be organised for the Independent Directors to provide them with first-hand exposure to the Company's manufacturing operations.

During such visits, the Independent Directors are apprised of:

- plant operation systems
- safety measures implemented at the facilities
- raw material handling and management systems
- manufacturing processes and quality control practices.

**E. Regulatory Update – Presentation on NFRA Circular**

Further, as part of the Company's ongoing familiarisation initiatives for the Independent Directors, a presentation was made to the Board of Directors, with a specific focus on apprising the Independent Directors, at the Board Meeting held on January 29, 2026, on the circular issued by the National Financial Reporting Authority dated January 7, 2026, titled "Effective Communication Between Statutory Auditors and Those Charged with Governance (TCWG)".



The presentation was intended to familiarise the Independent Directors with the regulatory expectations relating to effective communication between the Statutory Auditors and those charged with governance, including the Board of Directors and the Audit Committee, and to strengthen the understanding of governance responsibilities in the context of financial reporting and audit oversight.

The presentation, inter alia, covered the following aspects:

- the roles and responsibilities of the Board of Directors and Independent Directors in ensuring the integrity of financial reporting and adequacy of internal control systems;
- the oversight responsibilities of the Audit Committee with respect to the statutory audit process and engagement with the Statutory Auditors;
- the communication requirements prescribed under the Standards on Auditing, particularly SA 260 – “Communication with Those Charged with Governance” and SA 265 – “Communicating Deficiencies in Internal Control to Those Charged with Governance and Management”; and
- the importance of structured and documented communication between the Statutory Auditors and those charged with governance.

The presentation formed part of the Company’s efforts to keep the Independent Directors adequately informed about significant regulatory developments and evolving governance practices, thereby enabling them to effectively discharge their responsibilities as members of the Board and its Committees.

**DETAILS OF FAMILIARISATION PROGRAMME IMPARTED TO INDEPENDENT DIRECTORS DURING THE YEAR**

| Details of Familiarization Programme imparted to Independent Directors |   |
|--|---|
| Particulars  | FY 2025-26  |
| Number of programmes attended by Independent Directors                 | 1   |
| Date(s) of Programme/ Plant Visit                                      | February 24, 2026   |
| Location   | Visit to the manufacturing facilities of the Company located in Daman and Valsad.   |
| Number of hours spent by Independent Directors in such programme       | 8 Hours   |
| Purpose of Programme   | <ol style="list-style-type: none"> <li>1. To familiarise the Independent Directors with the scale and operations of the Company.</li> <li>2. To provide updates relating to the industry in which the Company operates.</li> <li>3. To provide insights into the Company’s business model and strategy.</li> <li>4. To familiarise the Directors with plant operations, safety measures and manufacturing processes.</li> </ol> |



