

NEXUS SURGICAL AND MEDICARE LIMITED

FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS

Introduction

The familiarization programme for Independent Directors is outlined herein pursuant to Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Objectives

The familiarization programme aims to provide Independent Directors with the industry scenario, the socio-economic environment in which the Company operates, the business model, the operational and financial performance of the Company, to update the Independent Directors on a continuous basis on significant developments so as to enable them to take well informed decisions in a timely manner. The familiarization programme also seeks to update the Independent directors on the roles, responsibilities rights and duties under the Companies Act 2013 and other relevant legislations.

Overview of the Familiarization Process

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. Upon appointment, the new Directors are provided with the information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3 years. The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments were made at the separate meetings of the Independent Directors held during the year.

Every Director of the Company has complete access to any information relating to the Company.

Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.

Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company.

Review

The programme shall be periodically reviewed and brought in conformity with statutory and regulatory requirements, if any.

Disclosure

The details of such familiarization programme shall be disclosed on the Company's website and a web link thereto shall be given in the Annual Report.