

## **FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

### **OF**

### **TRAVEL FOOD SERVICES LIMITED (the “Company” or “TFS”)**

Pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (“SEBI Listing Regulations”) and as per Code of Conduct under Schedule IV of the Companies Act, 2013, each as amended, and other applicable provisions (including any statutory enactments / amendments thereof, with a view to familiarize the Independent Directors about the nature of the industry in which the Company operates, their roles, rights, responsibilities in the Company, the business model of the Company, the Company has formulated this Familiarization Program.

The Company has agreed to make this programme available to any Nominee Director appointed by a Promoter on the same basis.

### **EFFECTIVE DATE**

The Policy shall come into force with effect from the date Regulation 25(7) of the SEBI Listing Regulations takes effect with respect to the Company.

### **OBJECTIVES:**

- To adopt a structured programme for orientation and training of Independent Directors at the time of their joining so as to enable them to understand the Company - its operations, business, industry and environment in which it functions and their roles, rights, responsibilities in the Company.
- To update the Independent Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.

### **ORIENTATION PROGRAMME UPON INDUCTION OF NEW INDEPENDENT DIRECTORS:**

- A familiarization pack is handed over to the new inductee, which includes the Company’s Corporate Profile / presentation about its Vision and Guiding Principles Statements, Organisational structure, the Company’s history and milestones, Annual Report of last three years including Annual Reports on CSR and Sustainability, Code of Conduct for Board of Directors and Senior Management Personnel applicable to Directors / employees of the Company, the Whistle Blower Policy, the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information along with a summary on do’s and don’ts pertaining to Insider Trading issues
- In case the inductee is also inducted on the Audit Committee, he/she is also handed the Audit Committee Charter, the Internal Audit Charter and the Whistle Blower Policy.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, TFS Code of Conduct and obligations on disclosures, is issued for his acceptance.

- Site visit to the Company's operations at at least two sites, where the Independent Director will meeting the site's Business Unit Head. Further, meetings with key management personnel ("KMP"), senior management personnel ("SMP") and other board members are also arranged. Relevant Business Strategy presentations are also made.
- A brief introduction to the Company and its subsidiaries is also made.

#### **OTHER INITIATIVES TO UPDATE THE INDEPENDENT DIRECTORS ON A CONTINUING BASIS:**

- At Board meetings, the Independent Directors are periodically briefed about the Company's plans and initiatives.
- SMPs make presentations at Board Meetings to help Independent Directors better understand the business and operations of the Company.
- The presentations at Board meetings include updates on regulatory (including significant amendments in corporate, regulatory and other laws and its impact on the Company), business environment, risk management, Company policies and other relevant issues such as safety, health, environment and sustainability, amongst others.
- Quarterly Operations Report which includes information on business performance, operations, financial parameters, working capital management, senior management changes, litigations, compliances, subsidiary data is presented to the Board.
- The Independent Directors are encouraged to visit the Company's website which include the latest press releases and data. Queries posed by them are responded.
- The Independent Directors are also encouraged to access the Learning Management System (LMS) of IICA through their Login credentials under the Independent Directors' Data Bank from the link <https://www.independentdirectorsdatabank.in/iicalms/>. The portal has ~ 50 modules on various topics under Companies Act 2013.
- Review of internal & statutory audit.
- Updates on significant developments in the Company and business performance of the Company.
- Updates regarding business strategies and policies of the Company on social responsibility, nomination and remuneration criteria, vigil mechanism/whistle blower, risk management etc.

#### **GOVERNANCE**

Being part of SSP Group plc, the Company is committed to maintaining high standards of corporate governance. While striving to align its policies with group-wide policies wherever appropriate, the Company will ensure compliance with applicable laws and consider local circumstances and best practices of its Promoters.

#### **POLICY REVIEW**

The Board may subject to applicable laws is entitled to amend, suspend or rescind this Policy at any time. Any difficulties or ambiguities in the Policy will be resolved by the Board in line with the broad intent of the Policy. The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy.

In the event of any conflict between the provisions of this policy and of the applicable law, such applicable law in force from time to time shall prevail over this Policy.

## **DISCLOSURES**

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.