Dabur India Limited

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

In accordance with Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as `Listing Regulations'), the Company is required to familiarize the Independent Directors with the Company, 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.

Further, the details of such familiarization programme(s) shall be disclosed on the Company's website and a web link shall also be given in the Annual Report.

In Dabur India Ltd., the Independent Directors are afforded every opportunity to familiarize themselves with the Company, its management and its operations so as to gain a clear understanding of their roles and responsibilities so that they can contribute significantly towards the growth of the Company. They have full opportunity to interact with senior management personnel and are provided all the documents required and sought by them for enabling them to have a good understanding of the Company, its various operations and the industry of which it is a part.

Briefly, following are the initiatives undertaken by the Company to familiarize the Independent Directors with the Company, its business, nature of industry in which it operates, their roles and responsibilities, etc.

1. Formal Letter of Appointment

Formal letter of appointment is issued to Independent Directors incorporating, inter alia, their duties, roles, responsibilities, liabilities as director of the Company.

2. On Induction

A new director is apprised of the working of the Company and various codes of conduct adopted by the Company in its functioning. This is accomplished by conducting an Orientation Programme for all new Board members before they join the Board of Directors. The detailed plan for the said programme covers the following aspects:

A. Board Overview:

- Constitution of the Board of Directors, list of members
- Role of the Board of Directors
- Performance Appraisal Mechanism for the Board of Directors

B. Group Overview:

- Dabur Corporate Film
- Dabur Logo: Explanation
- Visit to Kaushambi Corporate Office

C. Company Overview:

- Financial performance: Latest Audited Annual Report, Investors Presentation & Un-audited Financial Results (including segment-wise results) for immediately preceding quarter
- List of plant locations
- Visit to a plant site
- Introduction meeting with Chairman, Group Director & CEO
- Contribution of products to previous years' turnover: Category-wise & Brand-wise (for 5 major product categories)

D. Strategy Orientation:

- Brand-Product- Market Strategy
- Supply Chain Overview
- Overall Cost Structure in brief
- Business Risk Register/Risk Management Policy presentation

E. Industry & Market Orientation:

- Market size; Growth rates; Critical Success Factors
- Key segment competitors
- Distributor visit, if necessary
- Retailer visit, if necessary

3. On Going Basis

On an on-going basis, detailed presentations are made to the Board of Directors/various Committees of the Board of Directors on matters which inter-alia, covers:

- Company strategy and its business model
- Operations of the Company including safety measures etc.
- Financials of the Company
- Risk Management Framework – Risks faced by the Company & mitigation plan thereof.
- Loans, Guarantees, Investments made by the Company
- Contingent Liabilities
- Related party transactions
- Internal Controls, identification of weakness, if any, and improvisation in such controls
- Performance Evaluation
- Financials, Operations and investments made by Subsidiary Companies
- Formulations of various policies viz. – Related Party Transactions, Vigil Mechanism, Corporate Social Responsibility, Forex Policy, Investment Policy, etc;
- Roles, Responsibilities, duties, etc of directors as Board and Committee members.
- Issues and findings during Internal Audit

4. Access to Information & Opportunity to Interact

- They have complete access to the information within the Company.
- They have freedom to interact with the Company Management which happens generally during Board/Committee Meetings.
- They also have interaction with the Statutory Auditors, internal Auditors, Cost Auditors, Secretarial Auditors and External Advisors, if any, appointed by the Company.
- They also have the opportunity to meet without the presence of any management personnel where they can informally discuss the matters pertaining to the Company and put forward their combined views to the Chairman.

5. Compliances & Disclosures

The Directors are explained in detail the compliances required from them under the Companies Act, 2013, Listing Regulations and other relevant regulations and their affirmation is taken with respect to the same.

The Company provides regular updates on relevant provisions including changes in Company Law, Listing Regulations and applicable laws to ensure that its Independent Directors are kept abreast on these regulations.

Thus, all efforts are made through the above initiatives to involve the independent directors considerably in the strategies and analysis of the various business situations of the Company and to equip them to effectively discharge their responsibilities as a Director of the Company.

Upto the FY 2025-26, the Independent Directors are familiarized and provided with detailed presentations at Board and Committee meetings covering, inter alia, the financial performance, capital expenditure plans, performance of various subsidiaries, risk management framework at the Company, debt profile of the Group, credit quality of investments, regulatory developments impacting the Company, operational performance, and industry overview including peer comparisons.

They are also invited to visit the Company's R&D Centre and manufacturing units to enable them to gain first-hand insight into the Company's operations, technological capabilities, quality control processes, innovation initiatives, and overall business environment, thereby facilitating a deeper understanding of the Company's functioning and strategic priorities.

The independent directors attended eleven programmes and spent approximately 11 hours during the FY 2025-26 which included visits to Company's R&D Centre and Manufacturing Unit.

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