

## **POLICY FOR FAMILIARIZATION PROGRAMS FOR INDEPENDENT DIRECTORS**

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### **1. PREAMBLE**

- a. EAAA TransInfra Managers Limited (“**Investment Manager**”) has been appointed as the investment manager of Citius TransNet Investment Trust (“**Trust**”), an infrastructure investment trust registered with the Securities and Exchange Board of India (“**SEBI**”) in accordance with the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended (“**InvIT Regulations**”).
- b. Regulation 26G of the InvIT Regulations, read with Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI Listing Regulations**”) place increased responsibilities on independent directors on the board of directors of the Investment Manager (“**Board**”). In order to enable the independent directors to fulfil their responsibilities efficiently and effectively, a familiarisation programme (“**Programme**”) is being put in place by the Investment Manager to assist them understand details about the Investment Manager and the Trust, their roles, rights, responsibilities in the Investment Manager in relation to the Investment Manager and the Trust, nature of the industry in which the Trust operates, business model of the Trust etc.

### **2. FAMILIARIZATION PROCESS**

- a. The Investment Manager shall conduct orientation programmes/ presentations/ training sessions, periodically at regular intervals, to familiarize the independent directors with the strategy, operations and functions of the Trust including the business, regulatory developments affecting the Trust.
- b. Such orientation programmes/ presentations/ training sessions will inter – alia provide an opportunity to the independent directors to interact with the external experts, representatives of sponsor and project manager and senior leadership team of the Investment Manager and help them to understand the Investment Manager’s and Trust’s strategy, business model, 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 such other areas as deemed necessary.
- c. The programmes / presentations shall also familiarize the independent directors with their roles, rights and responsibilities.
- d. The Investment Manager may include such other details and information, as required, during the introductory familiarization programme / presentation, when a new independent director comes on the board of directors of the Investment Manager.

### **3. REVIEW OF THE PROGRAMME**

This Policy will be reviewed and reassessed by the Board of the Investment Manager as and when required and appropriate recommendations shall be made by them to update this Policy based on changes that may be brought about due to any regulatory amendments or otherwise.

### **4. PROGRAMME AND DISCLOSURE:**

- a. The Programme will be conducted on an “as needed” basis during the year.
- b. As and when the Programme is conducted the same will be disclosed on the website , of the Trust and a web link thereto shall also be given in the annual report of the Trust.

### **5. CONFLICT WITH APPLICABLE LAW**

In the event of any conflict between applicable law, including the Companies Act, the SEBI InvIT Regulations or the SEBI Listing Regulations or any other statutory enactments and the provisions of this Policy, applicable law shall prevail over this Policy.

## **6. AMENDMENT**

- a. Any amendment or variation to this Policy shall be undertaken in compliance with the InvIT Regulations and other applicable law.
- b. Notwithstanding the above, this Policy will stand amended to the extent of any change in applicable law, including any amendment to the InvIT Regulations and the SEBI Listing Regulations, without any action from the Board of Directors of the Investment Manager.

Adopted by the board of directors of EAAA TransInfra Managers Limited on behalf of the Trust on November 19, 2025.