

**FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS****Preamble**

In accordance with the requirements of Regulation 25(7) of the Listing Agreement and Schedule IV of the Companies Act, 2013, the Company shall familiarize the Independent Directors (hereinafter referred as "Directors") through Familiarization Programme (hereinafter referred as, "Programme") and provide an insight into the Company to enable the directors to understand the business in depth and contribute significantly to the Company

**Purpose & Objective**

Through the Program, the Company aims to achieve the following objectives:

1. To apprise the directors about the operating system of the Company for its business operations.
2. To inform them of all the laws, rules, regulations, and guidelines applicable to the Company.
3. To make them aware of the rules, responsibilities, liabilities pursuant to the Companies Act, 2013 and other applicable laws to get better understanding about the Company.
4. To generate and obtain valuable and informed decision from the directors on the matters to be brought or discussed at the Board Meetings.
5. To give complete to the access to Independent directors to the information within the Company.
6. In case, the independent directors are interested in meeting any specific department or function or getting any further detail, the same is also arranged.
7. To update the Directors on a continuing basis on any significant change to ensure that the Directors can take well-informed and timely decisions

**Contents of the Programme**

The programme shall be divided into various modules as enumerated below:

- A detailed appointment letter (for new Directors) incorporating the role, rights, duties, responsibilities, and liabilities of the Directors, together with updates on a continuing basis on the role, rights, duties, responsibilities, and liabilities of the Directors.
- Induction process: On selection and appointment of the candidate as “Independent Director”, an Induction manual containing, inter-alia, the following documents are sent alongwith a welcome note.



- Corporate Presentation
  - Annual Reports for last three years
  - Organization Chart of the Company and profile of all the Directors and the Key Managerial Personnel of the Company
  - Constitution & Charter of each committee constituted by the Board
  - Code for Independent Directors (Schedule IV of the Companies Act, 2013)
  - Board Diversity Policy & Board Evaluation Policy
- Business Model of the Company thereby including the nature of industry in which the Company operated and environment in which it functions, business model, its product and services, geographical area of operation of the Company.
  - Various policies of the Company including the Vigil Mechanism Policy and the Code of Conduct applicable to Directors and Senior Management.

## **Conduct of the Programme**

The Company keeps on familiarizing the Directors on quarterly basis at the Board meetings by making presentations on operations of the Company, market share, financial parameters, working capital management, changes in senior management, major litigations, compliances, management structure, risk management framework, etc

The Company through its Managing Director &/or Whole time Director as well as other Senior Managerial Personnel, as required, conducts programs to familiarize the Independent Directors with the strategy, operations, and functions of the Company.

This policy shall be disclosed on the website of the Company and a web link thereto, shall be provided in the Annual Report of the Company