FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

PURPOSE AND OBJECTIVE:

Pursuant to provisions of Schedule IV to the Companies Act, 2013 read with the provisions of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed company is required to familiarize its Independent Directors through various programmes about the listed entity and upload the details of the same on its website.

These programmes shall include the following:
1. Nature of the industry in which the listed entity operates;
2. Business model of the listed entity;
3. Roles, rights, responsibilities of independent directors; and
4. Any other relevant information.

The Familiarization Programmes are aimed to familiarize the independent directors with the Company and its group, their roles / responsibilities in the Company, nature of industry in which the Company operates and business model of the Company by imparting suitable training sessions.

The programmes enable the Independent Directors to understand the Company's business in depth and facilitate their active participation in managing the Company. The Policy provides the basic insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the affairs of the Company.

OVERVIEW OF THE FAMILIARIZATION PROCESS:

Prior to the induction of Independent Director on the Board, Chairperson / Managing Director/Whole-time Directors/ Senior Managerial Personnel briefs the incoming Director about the Company and its subsidiaries, Group Companies, Joint Ventures and their line of business and the composition of the present board organization chart.

Independent Directors on joining are briefed about their roles, functions and responsibilities in the Company. The appointment letter issued to the Independent Directors also sets out detailed terms of employment including their roles, function, responsibilities and their fiduciary duties, code of conduct, performance evaluation process etc. as a Director of the Company.

Independent Directors are provided with necessary documents, reports, and internal policies to enable them to familiarize with the Company's practices and procedures. Further, periodic presentations are made at the Board and its Committee Meetings of the Company on the business and performance updates, business strategy and risks involved, prior to the date of their joining are also shared with the Independent Directors.

Meetings with the functional heads are also arranged, if required, at the time of attending the first Board Meeting to understand the respective divisions. Independent Directors have a right to access information and documents for enabling them to have a good understanding of the Company and its operations. Independent Directors also have the freedom to interact with the Company's management.

ORIENTATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company shall conduct an orientation programme for the new Independent Director, which may include familiarization of Director with the following: -

1. Roles, rights and responsibilities of the Director and the Board as a whole;

2. Company's vision, core values, ethics and Corporate Governance practices;

3. Business Structure and Overview, Corporate strategy, annual/Corporate budgets

4. Familiarization with Company's and its subsidiaries, Group Companies, Joint Ventures and their Business operations, performance, Internal control processes and Statutory Compliances;

5. Code of Business Ethics and Conduct, Insider Trading Code, Fair Disclosure Code and other policies as may be formed by the Company from time to time.

The Company shall also have periodical programs for its Independent Directors as and when needed to help them keep abreast of the regulatory and other change, as below:

1. Internal Presentations on topics of relevance, changes in the regulatory / tax laws etc.

2. Presentations by external faculties on topics of relevance

3. Changes in the Policies of the Company

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