

## FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

### Preamble

In terms of Clause 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall familiarize the Independent Directors of the Company with 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 which shall be termed as Familiarization Programmes ('the program')

### 1. Purpose

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

### 2. Familiarization Process

- 2.1 The Company shall through its Executive Directors / Senior Managerial Personnel conduct programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;
- 2.2 Such programmes / presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time;

#### a. Secretarial, Legal & Human Resource:

It will include the following:-

- i. History of the Company, current profile and vision and mission of the Company;
- ii. shareholding pattern, the Board structure, the Board Committees and their functions, policies applicable to the director, their roles, responsibilities, duties, rights as a director;
- iii. laws applicable to the Company and their monitoring and compliance process;
- iv. details of important legal cases, their status and impact, etc.
- v. duties, roles and functions of Independent directors as per Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015.

#### b. Marketing & Sales:

It will include the following:-

- i. Details of nature of industry in which company operates;
- ii. regular update on types of products, brands, position;
- iii. Domestic and export sales
- iv. Customers' sales breakup and new orders in line.

c. **Finance :**

It will include the following:-

- i. Details of the business model and budgets of the Company, financial details, risk management, treasury management, etc;
- ii. Modes of arranging funds for the Company.
- iii. Internal control systems

d. **Operations and/or Research & Development:**

It will include the following:

- i. Visit to all the plants explaining about various stages of acquisition of land, development, etc.
- ii. If Independent director is interested in meeting the employees of any specified department or functional heads or getting any further detail, the same will also be arranged.

2.3 The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time; and

2.4 The Company may conduct an introductory familiarization program /presentation, when a new Independent Director comes on the Board of the Company.

**3. Disclosure of the Policy**

3.1 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 Corporate Governance Section of the Annual Report of the Company.

- 3.2 Following information will be disclosed on the Website of the Company
- a. Details of familiarization programmes imparted to Independent Directors.
  - b. Number of Programmes attended by the Independent Director
  - c. Number of hours spent by the Independent Directors in such programmes
  - d. Other relevant details

**4. Review of the Program**

4.1 The Board will review this Program and make revisions as may be required.

Apart from Independent Directors, Non-Executive Directors are also eligible to attend the familiarization programmes.

The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment.

Regular updates on relevant statutory and regulatory changes are regularly circulated to the Directors.