

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

PREAMBLE

Regulation 25(7) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, stipulates that the listed entity shall familiarise the independent directors through various programmes about the listed entity, including the following:

- a) Nature of the industry in which the listed entity operates;
- b) Business model of the listed entity;
- c) Roles, rights, responsibilities of independent Directors; and
- d) Any other relevant information.

PURPOSE

The Familiarization Programmes are aimed to familiarize the Independent Directors with the company, their roles and responsibilities in the company, nature of industry in which the company operates and business model of the company by imparting suitable training sessions.

The Objective is to provide 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 Company. Also, as per Schedule IV of the Companies Act, 2013 relating to Code for Independent Directors which is the guide to professional conduct for Independent Directors, the Independent Directors are required to undertake appropriate induction and they should also regularly update and refresh their skills, knowledge and familiarity with the Company.

AN OVERVIEW OF THE FAMILIARISATION PROCESS

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' kit containing information about the Company, Memorandum and Articles of Association, Annual Report for previous three years, etc is handed over to the new Directors. The appointment letter issued to Independent Directors inter-alia sets out the expectation of the Board from the appointed Director, their fiduciary duties and the accompanying liabilities that come with the appointment as a Director of the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices. Periodic representations are made at the Board and Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risk involved and Compliances. Presentations made at the Board and Committee Meetings, also provide an opportunity to the Independent Directors to interact with the senior 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. The Independent Directors are also sensitized on their roles, rights and responsibilities in the Company. The Company shall also provide regular updates on relevant changes in Company

Law and the Listing Regulations to ensure that its Independent Directors are kept abreast on these regulations.

The Board reviews the operations of the Company with future strategy and corrective measures, if required. Each Director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. The Company shall comply with such disclosure requirements relating to this Programme as may be stipulated under applicable regulatory requirements.
