

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Preamble

In accordance with Regulation 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall familiarise the independent directors with the Company, their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. through various programmes.

Purpose and Objectives

The familiarization programme helps the independent directors not only to have greater insight into the Company's business but also contribute effectively in decision making at Board / Committee meetings.

Overview of the Familiarization Programme

1. Familiarization upon induction of new Independent Directors

- At the time of appointment, an appointment letter incorporating the role and duties, tenure of appointment, evaluation process, and availability of directors' and officers' liability insurance, details regarding remuneration is given to the Directors.
- The Company conducts a well-structured induction programme for orientation and training of directors which includes one-to-one interactive sessions with the executive directors, management council members, selected business/functional heads.
- New independent directors are provided with induction kit which includes presentation on details about the Company, its subsidiaries, copies of Annual Report of last three years, Company's Code of Conduct, Company's Insider Trading Code, brief profile of other Board Members, Memorandum and Articles of Association, financial results of past one year, Committee Charters, Internal Audit Charter, policies such as vigil policy, CSR policy, policy on related party transactions, etc.,

2. Continual Familiarisation Programme

- Presentations on business units / subsidiary companies, business performance, operations, finance, risk management framework, etc. are made to the Directors from time to time as part of board discussions where independent directors get an opportunity to interact with the senior leaders of the Company.
- Active communication channel between executive directors and independent directors, that allows the independent directors to raise query, seek clarifications for enabling a better understanding of the Company and its various operations are available.
- Board Members are regularly updated regarding key developments in the Company and on any important regulatory amendments applicable to the Company. Meeting of statutory and internal auditors with independent directors are held to discuss Company's affairs without presence of management.
- Meetings with Company Executives are also arranged to better understand the business and operations of the Company.
- The Directors are encouraged to visit the Company's website which include the latest press releases and data. Queries posed by them are responded.

Details of Familiarisation Programmes for Independent Directors for the F.Y. 2020-21

[Pursuant to Regulation 46 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)]

Sr. No.	Name of Independent Directors	Subject	Time
1	Mr. Ramachandran Sivathanu	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Sessions on SEBI (Prohibition of Insider Trading Regulations), 2015	4 hours
2	Mrs. Sudha Navandar		3 hours
3	Mr. Nimesh Salot		2 hours
4	Mr. Arun Gupta		2 hours
