



**FAMILIARISATION PROGRAMME FOR**  
**INDEPENDENT DIRECTORS**

## **Familiarization Programmes for Independent Directors**

**(Pursuant to SEBI (LODR) Regulations, 2015)**

### **➤ PREAMBLE**

As per Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Listed Entity shall familiarize the independent directors through various programmes about the listed entity, including the following:

- Provide an overview of the Company’s business and operations
- Enhance understanding of the industry and regulatory environment
- Enable Independent Directors to understand their roles, rights, and responsibilities
- Keep Directors updated on risk management systems and internal control processes

Regulation 46(2)(i) of Listing Regulations, the Listed Entity shall disclose the details, on the website of the Company, of familiarization programmes imparted to independent directors including the following details: -

- i. Number of programmes attended by independent directors (during the year and on a cumulative basis till date)
- ii. Number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date) and
- iii. Other relevant details.

### **➤ PURPOSE AND OBJECTIVE**

- Nature of Business of the Company and business environment in which it operates
- Business model of the Company
- Organizational structure
- Structure of Board and Board Committees
- Role and responsibilities of the Board Committees and Senior Management
- Delegation of powers to various authorities by the Board,
- Regulatory Framework applicable to the Company
- Strategic Plan including Vision, Mission and Values of the Company
- Cyber-safe environment and awareness about fine nuances of the cyber threats
- Financial and other controls and systems and
- Economic features of the market and competitive environment.

## ➤ **INITIAL FAMILIARISATION PROGRAMME**

An Induction/orientation program for newly inducted Independent Director shall constitute the following:

1. An Appointment Letter incorporating the role, duties and responsibilities, shall be issued to the new inductee.
2. The newly inducted Independent Director shall be provided with the induction kit containing following documents:
  - a. Memorandum and Article of Association of the Company
  - b. Annual Report of the Company for Last two years
  - c. A brief note on the profile of Company and profiles of top executives
  - d. Structure of the Board and Board Committees
  - e. Organisation Structure of the Company with details of all functional designations including designations at the field level.
  - f. Applicable Policies such as Whistle blower policy and Nomination Policy
  - g. Code of Conduct of Board and Senior Management
  - h. Broad aspects for evaluation of performance of Board Members and
  - i. A note on the Company's vision, core values, ethics, history and milestones, various business function in the Company, business plan for the year, Regulatory Framework applicable to the Company, Cyber-safe environment and awareness about fine nuances of the cyber threats, Delegation of powers to various authorities by the Board, Financial and other controls and systems and Economic features of the market and competitive environment.

## ➤ **CONTINUAL UPDATES**

1. At the Board meetings, information about operations, project updates, legal updates related matters, changes in the regulatory scenario, Business Risk related issues, update on compliances and other relevant details are presented to the Board.  
Updated on 31-03-2024
2. Quarterly presentations to the Board provide detailed business and performance updates including the economic and business environment and their impact on the performance of the Company, financial arrangements, working capital management, fund flows, material litigations, performance of subsidiaries, quarterly estimates, variance analysis, etc.
3. Separate updates are sent to the Directors in the event of any extraordinary circumstances impacting the operations in between the Board meetings.
4. Non routine Stock Exchange filings are updated to all the Directors through E-mails.
5. As a continuing measure, periodical familiarization sessions are organized, covering the business updates, regulatory updates and plant visits.

**➤ DETAILS OF FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS**

<b>Description</b>	<b>Mrs. Indra Singhvi</b>	<b>Mr. Arpit Shah</b>	<b>Mr. Sunil Kothari*</b>
<b>No. of Programmes during 2023-24</b>	<b>1</b>	<b>1</b>	<b>1</b>
<b>Total No. of Programmes up to 2023-24</b>	<b>8</b>	<b>10</b>	<b>10</b>
<b>No. of hours during 2023-24</b>	<b>2</b>	<b>2</b>	<b>2</b>
<b>Cumulative hours till the year 2023-24</b>	<b>16</b>	<b>19</b>	<b>19</b>