

## ***Familiarisation Programme for Independent Directors*** (In terms of Regulation 25(7) of the SEBI LODR)

### **Preamble**

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed Companies shall conduct familiarization programme for Independent Directors so as to familiarize them with the Company, their roles & responsibilities, their rights, nature of industry in which the company operates, business model of the Company etc. through various initiatives. In addition, the Company also undertakes various initiatives on continuous basis to update the Independent Directors about the ongoing events and developments relating to the Company and significant changes in regulatory environment.

Further, in terms of the provisions of Regulation 46(2)(i), the listed entity is also required to disseminate the details of such familiarization programme(s) imparted to Independent Directors on its website.

### **Purpose and Objective**

The familiarization programme is structured to assist the Independent Directors to understand the Company and its business so as enable them in effective discharge of their duties.

### **Familiarisation Programme for Independent Directors**

#### **Initial Familiarisation**

The Company issues a detailed letter of appointment to the Independent Directors at their appointment / re-appointment containing, inter alia, their role, responsibilities, remuneration details, etc.

In order to get familiarised with the business and operations of the Company, the Company also provides to the new Independent Director all information and documents such as the Capital structure and Shareholding particulars of the Company, details of Auditors and consultants of the Company, Code of Conduct for Board of Directors and Senior Management Personnel, Code of Conduct for prevention of Insider Trading, copy of Directors and Officers Liability Insurance Policy, etc.

#### **On-going Familiarisation**

The Company through its Executive Director, Key Managerial Personnel, Vertical Head(s) and/or Senior Management personnel conducts programmes / presentations on a half yearly/periodic basis to familiarize the Independent Directors with the strategy, operations and functions of the Company. Such programmes /presentations provide an opportunity to the Independent Directors to interact with the Senior Management 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, challenges, prospects and such other areas as may arise from time to time.

The Company also informs the Independent Directors about the various disclosures and declarations to be submitted by them to the Company as per the regulatory requirements and policies of the Company.

Each Independent Director of the Company has complete access to information relating to the Company like policies, Board Presentations and Financials at all times. 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.

In addition to the familiarisation programmes, the Independent directors are informed about the management updates and regulatory changes at board / committee meeting(s).

### **Details of programmes conducted**

The details of familiarization programmes imparted to Independent Directors of the Company are as follows:

Name of Independent Directors		Mr. Ramesh Chandak	Mr. Sunil Goyal	Mr. Narendra Ambwani	Mr. Nitin Dhavalikar	Ms. Radhika Pereira
<b>No. of Programmes / Meetings attended</b>	FY 2016-17	2	2	1	2	2
	FY 2017-18	3	2	3	3	3
	FY 2018-19	4	4	3	4	4
	FY 2019-20	6	5	6	6	4
	<b>Cumulative (Till Date)</b>	<b>9</b>	<b>8</b>	<b>7</b>	<b>9</b>	<b>9</b>
<b>No. of hours attended</b>	FY 2016-17	2	2	1	2	2
	FY 2017-18	4	3.5	4	4	4
	FY 2018-19	5	5	4	5	5
	FY 2019-20	5.5	5	5.5	5.5	4.5
	<b>Cumulative (Till Date)</b>	<b>16.5</b>	<b>15.5</b>	<b>14.5</b>	<b>16.5</b>	<b>15.5</b>