

## **FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS**

### **Preamble**

Clause 49 of the Listing Agreement with the Stock Exchanges inter-alia stipulates that the Company shall familiarize the independent directors with the Company, their roles ,rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programs.

### **Overview of the Familiarization process**

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' are allowed to access information about the Company, Memorandum and Articles of Association, Annual Reports etc. 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 familiarize with the Company's procedures and practices. Discussions are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Independent Directors meet at the separate meetings during the year.

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. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.

\*\*\*\*\*