

# Familiarisation programme for Independent Directors

## **Preamble**

In terms of Clause 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 programmes.

## **Purpose**

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

## **Overview of Familiarization Programmes**

Board of Directors in its meeting held on January 11, 2016 had approved the Revised Independent Director's Training Policy ("Policy") according to which:

- To facilitate independent directors in the performance of their duties and responsibilities, new directors are provided with a personal orientation by senior leaders and materials regarding the Company's business and operations, governing documents, information on key personnel, and financial information are made available to them.
- Independent directors are also taken through detailed business strategy for various businesses during the independent directors meetings which are held at least twice during the financial year.
- The Chairman of the Board depending on the business needs may also nominate independent directors for relevant external training programs.

Apart from Independent Directors, Non-Executive Directors are also eligible to attend the familiarization programmes.

The Independent Directors are made aware of their role and responsibilities and liabilities at the time of their appointment through a formal letter of appointment, which also stipulates their roles and responsibilities and various terms and conditions of their appointment.

Regular updates on relevant statutory and regulatory changes are regularly circulated to the Directors.

Details of Familiarization sessions held pursuant to the Policy are as follows:

<b>Date of program</b>	<b>Area covered</b>
January 11, 2016	Presentation on the Directors' Roles and Responsibilities under the Companies Act, 2013
September 03, 2016	Enterprise Resource Management
February 21, 2017	Corporate Social Responsibility
May 23, 2017	Risk Management Framework
August 31, 2017	Information Regarding e-Voting mechanism brought in by the revised Listing Agreement
August 10, 2017	Corporate Social Responsibility

Details of attendance of Independent Directors in Familiarization Sessions are as follows:

<b>S.No.</b>	<b>Name of Independent Director</b>	<b>No. of the Sessions attended</b>		<b>No. of hours spent in the Sessions attended</b>	
		<b>FY 2016-17</b>		<b>FY 2016-17</b>	
1	Mr. Rajesh Tiwari*	1		3.15	
2	Mr. Mahendra Kumar	4		15	
3	Mr.Chandra Bhan *	1		2.5	
4	Mr. Vineet Kumar Agrawal**	4		14	
6	Mr.Vinod Sharma**	4		13.5	

\* Resignation as Director w.e.f 24.08.2016.

\*\* Appointed w.e.f 03.09.2016

Each programme was conducted for 4 hours

#### **Review of the Program**

The Board will review this Program and make revisions as may be required.