

DIRECTORS' FAMILIARIZATION PROGRAMME

All our Directors are aware and are also updated as and when required, of their roles, responsibilities & liabilities, the business model of the company and the nature of the industry. The company holds board meetings at its registered office and also if necessary, in locations, where it operates. Site visits are organized at various locations for the Directors.

The Board of Directors has complete access to the information within the company. Presentations are made regularly to the Board / Nomination & Remuneration (N&R) / Audit Committee (AC) (minutes of AC & N&R are circulated to the board), where directors get an opportunity to interact with senior managers. Presentations, inter alia, cover business strategies, management structure, hr policy, management development and succession planning, quarterly and annual results, budgets, treasury policy, review of internal audit, risk management framework, operations of subsidiaries and associates, etc. Independent directors have the freedom to interact with the company's management. Interactions happen during board /Committee meetings, when senior company personnel are asked to make presentations about performance of their independent company / business unit, to the board. Such interactions also happen when these directors meet senior management in meetings and informal gatherings.

Directors are also informed of the various developments in the company through e-mails, newsletters, internal magazines, etc.

DETAILS OF FAMILIARISATION PROGRAMME

Details of familiarisation process conducted on yearly basis

Pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall familiarise the Independent Directors through various programs about their roles, rights and responsibilities in the Company, including the following:

- (a) nature of the industry in which the listed entity operates;
- (b) business model of the listed entity;
- (c) roles, rights, responsibilities of independent directors; and
- (d) any other relevant information.

Outline of the Familiarisation process conducted on yearly basis

1. The Board including all Independent Directors have been explained about their roles, rights, responsibilities in the Company through detailed presentations on the changes in backdrop of Companies Act 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards.
2. The Board including all Independent Directors are being provided with relevant documents, reports, presentations periodically and internal policies to enable them to familiarise with the Company’s procedures and strategy, operations and functions of the Company.
3. Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, business strategy and risks involved.
4. On an annual basis, presentations are made on annual business plans which provide Independent Directors an opportunity to understand the strategic roadmap and also contribute to strategy development with their experience.
5. Updates on relevant statutory changes concerning the Company are informed to the entire Board on regular intervals.
6. Independent Directors meeting are facilitated to meet without the presence of the Company’s management to discuss matters pertaining to the Company’s affairs.
7. Quarterly presentations on operations to be made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, subsidiary information, etc.
8. Quarterly results / press release of the Company is sent to the Directors.

Summary of familiarization Programme imparted to Independent Directors:

Financial Year	Total Number of hours spent by Independent Directors
2017-18	32 hours
2018-19	70 hours
2019-20	72 hours
2020-21	144.30 hours
2021-22	169 hours
2022-23	107.20 hours

Review

The familiarization program for the Independent Directors will be reviewed and revised from time to time as may be required.

Disclosure

The details of such familiarisation programme shall be disclosed on the Company's website and a weblink thereto shall be given in the Annual report.