



FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has taken up this initiative pursuant to the directive of the Securities and Exchange Board of India vide Circular no. CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014 on Corporate Governance in listed Entities-Amendment to Clause 49 of the Equity Listing Agreement.

The Familiarisation programme (“hereinafter referred as Programme”) formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with such programme details as highlighted:

- Roles, Rights and Responsibilities
- Board dynamics & functions
- Nature of the Industry in which Company operates
- Management Techniques
- Business Model of Company

The Programme has been designed considering the specific needs of contemporary corporate governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act 2013 and the Listing Agreement as amended from time to time.

The programme essentially has two broad components –technical and behavioural. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in Company. The behavioural component shall empower the participants to understand board procedures and help them to be effective in board activities.

The Programme also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfilment of their responsibilities in a professional and faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large.

The programme shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.