



POLICY FOR FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTOR'S

04/FPID/VER-1

1. PREAMBLE

In accordance with Companies Act, 2013 ("**Companies Act**") and the requirements of Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations**"), the Company needs to familiarise the Independent Directors (hereinafter referred as "**Director(s)**") through Familiarisation Programme (hereinafter referred as "**Programme**") and provide an insight into the Company enabling the Directors to understand the nature of the industry in which the Company operates, business model of the Company in depth and its strategy, operations and functions whereby they can contribute significantly to the growth of the Company and any other relevant information through periodical programmes.

2. PURPOSE & OBJECTIVE

By means of the different Program, the Company intends to achieve the following objectives:

- a) To appraise the Directors about the affairs and manner of conducting business operations of the Company ;
- b) To inform them of all the laws, rules, regulations and guidelines applicable to the Company;
- c) To make them aware of the rules, responsibilities, liabilities pursuant to the SEBI LODR Regulations and the Companies Act and rules made thereunder;
- d) To accustomed to the Directors with their roles, rights and responsibilities that would facilitate their active participation in contributing towards the growth of the Company and decision making on key matters discussed at the Board Meetings.

3. CONTENTS OF THE PROGRAMME

The basic theme of the program would, inter alia, include -

- Roles, Rights, Duties, Responsibilities and Liabilities of the Directors;
- Business Model of the Company thereby including the nature of industry in which the Company fails, its product and services, geographical area of operation of the Company;
- Management Techniques.
- Visit to the manufacturing units to make them understand the manufacturing operations, etc.
- Time allocation by the Independent Directors on financial controls, overseeing systems of risk management, financial management compliance, corporate social responsibility, stakeholders' conflicts, Board effectiveness, strategic direction, meetings and performance assessment;
- Directors Responsibility Statement forming part of Boards' Report;



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- Vigil Mechanism including policy formulation, disclosures, code for Independent Directors, fraud response plan, obtaining Audit Committee approval, wherever required;
- Board evaluation process and procedures;
- Dealing with related party transactions under the Companies Act and the SEBI LODR Regulations;
- Internal Financial Controls; and
- Loans and Investments under the Companies Act, as amended.

4. TIMELINE OF THE PROGRAMME

- The Company shall conduct orientation programs / presentations / training sessions, periodically at regular intervals, to familiarize the Directors with the strategy, operations and functions of the Company.
- It may circulate news and articles about the Industry and business as and when some updation is required.
- The Company would conduct an introductory familiarization programme / presentation whenever any new Director is inducted in the Board of the Company. The newly appointed Director of the Company shall be familiarised with the various aspects of the Company like constitution, vision and mission statement, the activities, business model geographies in which the Company operates, group structure, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management strategy, governance policies, designated channels for flow of information and such other areas as deemed necessary and procedures, strategic direction, etc. by way of detailed presentation.
- Information material like code of conduct, the code of internal procedures and conduct for prohibition of insider trading and other applicable policies of the Company, performance highlights, etc., will also be provided to supplement the presentation and to create awareness among the Directors of their duties, rights and responsibilities towards the Company.
- The familiarisation programme shall also provide information relating to the financial performance of the Company and budget and control process of the Company.
- The Chairman and Managing Director shall lead the familiarization program on aspects related to business/industry. The Chief Financial Officer or such other authorised officer(s) of the Company may participate in the program for providing inputs on financial performance of the Company and budget control process, etc. apart from involvement of company secretary and other key managerial personnel of the Company, as and when required, to conduct such programs.

5. DISCLOSURE ABOUT THE PROGRAMME ORIENTATION



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As and when the programme is conducted by the Company, the same will be disclosed on the website of the Company. The details of the familiarisation programme shall be disclosed on the Company website and a web link thereto shall be provided in the Annual Report. As required under Regulation 46 of the SEBI LODR Regulations, the details of familiarisation programme imparted to the Director shall include the following details:

- a) number of programmes attended by the Directors during the year and on cumulative basis till date;
- b) number of hours spent by the Directors in such programmes during the year and on cumulative basis till date; and
- c) other relevant details.

6. POLICY REVIEW AND AMENDMENT

The Board reserves the power to review and amend this Policy from time to time. All provisions of this Policy would be subject to revision / amendment in accordance with applicable laws as may be issued by relevant statutory, governmental and regulatory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant statutory, governmental and regulatory authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder.
