

FAMILIARIZATION PROGRAMME FOR **INDEPENDENT DIRECTORS**

Preamble:

The Schedule IV of the Companies Act, 2013 and Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchanges, mandates the Company to familiarize the Independent Directors with the Company.

SEBI (LODR) Regulations, 2015 mandates the Company to familiarize the Independent Directors in the following areas:

- Nature of the industry in which the Company operates;
- Business model of the Company;
- Roles, rights, responsibilities of Independent Directors.

Purpose and Objective of the Programmes:

To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.

Familiarization and Continuing Education Process:

The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmes / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Such programmes / presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.

The programmes /presentations also familiarizes the Independent Directors with their roles, rights and responsibilities.

When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company.

New Independent Directors are provided with copy of latest Annual Report,Memorandum and Articles of Association, the Company's Code of Conduct &Ethics, the Company's Code of Conduct for Prevention of Insider Trading, Whistle Blower Policy and Schedule of upcoming Board and Committee meetings.

A detailed Appointment Letter incorporating the role, duties and responsibilities, performance evaluation process, is issued for the acceptance of the Independent Directors.

Other Initiatives to Update the Directors on continuing basis:

The Directors get an opportunity to interact with plant heads who appraise them of the operational and sustainability aspects of the plants to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, CSR, Sustainability etc.

At various Board meetings during the year, presentations are made to the Board on safety, health and environment and sustainability issue, risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates, with areas of improvement and other relevant issue.

Quarterly presentations on operations 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, regulatory scenario etc.

Quarterly results / press release of the Company are sent to the Directors.