

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

OBJECTIVES:

To adopt a structured programme for orientation and familiarization of Independent Directors at the time of their joining, so as to enable them to understand the Company, its operations, business, industry and environment in which it functions and the regulatory environment applicable to it.

To update the Independent Directors on a continuing basis on any significant changes in any of the above, to enable them to be in a position to take well informed and timely decisions.

ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS:

An Induction pack is handed over to a new inductee on the Company's Board. This includes the Company's Corporate Profile, its Mission, Vision and Values Statement, Organizational structure, the latest Annual Report, Code of Conduct applicable to Directors / employees of the Company, the 'Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices' and the Whistle Blower Policy of the Company. In case the inductee is also inducted on the Committees, the inductee is also provided with the mandates of the respective Committees of the Board.

A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

The inductee is also introduced to the Business Heads and Corporate Functional Heads. This enables them to gain an understanding and appreciation of the operations of the Company.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:

Once in a year at the Board Meeting, presentations are made to the Directors on the Company's annual operating plan and medium term plan.

At various Board Meetings during the year, presentations are made to the Board on Ethics and Sustainability issues, Risk Management, Company policies, changes in the regulatory environment applicable to the corporate sector and to the Industry in which the Company operates and other relevant issues.

Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, funds flow, senior management changes, major litigation, compliances, etc.

Familiarization programmes organized by the Company during the Financial Year 2018-19 and cumulative up to 31st March 2019

Particulars	During the Year 2018-19	Cumulative up to 31st March 2019
Number of Familiarization programme organized by the Company, Including visits to Company facilities.	1	12
Time spent by the Independent Directors in such programmes in aggregate.	5.50 Man Hours	38.15 Man Hours

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