

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

PURPOSE :

To formulate a familiarisation programme for the Independent Directors pursuant to the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015.

OBJECTIVE :

To provide insight to the Independent Directors about the Company's business in order to enable them to actively participate in managing the business and carrying out their duties effectively.

FAMILIARISATION PROCESS :

1. The MD/Chairman and CS shall meet the proposed Independent Director to invite him / her on the Board of the Company. A detailed insight shall be given to the proposed Director. A copy of the Annual Report shall be handed over during the meeting along with the various policies adopted by the Company.
2. Upon the acceptance by the Director, the formal documentation shall be carried out. The appointment letter shall stipulate the rights, obligations, roles and responsibilities of the Independent Director.
3. The Company shall conduct a familiarization programme / induction for the new Independent Director on Board.
4. The Company through its Senior Managerial Personnel shall conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

UPDATION PROCESS:

1. Any changes in the business pattern, statutory regulations, and developments in the industry shall be informed regularly to the Independent Directors.
2. A detailed agenda of the Board Meeting / Audit Committee Meeting / Committee Meeting(s) is sent out to all the Directors well in advance.
3. Every Independent Director has access to the Senior Management Personnel at all times.
4. A detailed presentation on the quarterly performance of the Company, operations, working capital management, fund flows, compliances etc. is made at the relevant meetings.

Details of Familiarization sessions held pursuant to the Policy are as follows:

Date of program	Area covered
26-February-2015	Role & Responsibilities of Independent Director
26-February-2015	Revised Provisions of Companies Act 2013
13-August-2018	SEBI (LODR) Regulation (Amendment 2018)

Details of attendance of Independent Directors in Familiarization Sessions are as follows:

S. No	Name of Independent Director	No. of Sessions attended		No. of hours spent in the Sessions attended	
		FY 2018-19	Cumulative till date	FY 2018-19	Cumulative till date
1	MR. AMITABHA GHOSH*	Nil	1	Nil	3 hours
2	MR. S. RAGOTHAMAN	1	2	1 hour	4 hours
3	MR. D. T. JOSEPH	1	2	1 hour	4 hours
4	CAPT. MAN MOHAN SAGGI	1	2	1 hour	4 hours
5	MR. MANNIL VENUGOPALAN	Nil	1	Nil	3 hours
6	MS. MAYA S. SINHA	Nil	1	Nil	3 hours
7	MR. DEEPAK SHETTY**	1	1	1 hour	1 hour

* Mr. Amitabha Ghosh resigned on 07th May 2018

**Mr. Deepak Shetty was appointed as an Independent Director on 13th February 2018