

Familiarisation Programme for Independent Directors (TTL)

Purpose

To familiarise the independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the Company in which the Company operates, business model of the Company etc.

Overview of the Familiarisation Process

- At the time of appointment, a formal letter of appointment is issued to the Independent Director, which inter-alia explains the role, function, duties and responsibilities expected of him as a Director of the Company.
- At the time of joining the Board, a meeting is arranged with the Chairman and Managing Director of the Company to discuss the functioning of the Board and the nature of operation of the Company's business activities.
- The Company conducts an introductory familiarisation presentation, when a new Independent Director comes on the Board of the Company.
- New Directors are provided with the necessary documents / brochures, annual reports, investors' presentations, memorandum and articles of association of the Company, internal policies including code of conduct to enable them to familiarise with the Company's procedures and practices.
- Presentations are made regularly by the Senior Management Personnel / Business Heads at the Board / Committees' Meetings on the business operations and performance updates of the Company, global business environment, business strategy, risk management etc.
- The Board of Directors including the Independent Directors have complete access to the information within the Company. They have the freedom to interact with the Company's management. Interactions happen during Board / Committee meetings, when Departmental Heads are asked to make presentations about performance of their Departments to the Board. Further, they meet regularly without the presence of any management personnel to discuss the matters relating to the Company's affairs and put forth their combined views to the Board of Directors / Chairman and Managing Director of the Company.
- Factory visits are organised, as and when required, for the Directors to enable them to understand the operations of the Company.
- Periodical updates on the statutory laws applicable to the Company and the compliances under the Companies Act, 2013, Listing Regulations, SEBI Regulations etc.

