

## **Familiarisation Programme for Independent Directors**

### **1. PREAMBLE:**

**Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 stipulates as under:**

- i. The Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programs.
- ii. The details of such familiarisation programs shall be disclosed on the Company's website and a web link thereto shall also be given in the Annual Report.

### **2. OBJECTIVE:**

The familiarisation program ("hereinafter referred as program") aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

### **3. POLICY:**

The Company shall through its Key Managerial Personnel / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company and to appraise them their roles, rights and responsibilities in the Company to enable them to make effective contribution and discharge their functions as a Board Member.

The Independent Directors are given every opportunity to interact with the Key / Senior Management Personnel and are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry of which it is a part.

Familiarisation Program for Independent Directors includes:

#### **Corporate Affairs:**

Covering details of the Company, shareholding pattern, the Board structure, the Board Committees and their functions, policies applicable to the director, their roles, responsibilities, duties, rights as a director etc.

#### **Operations:**

Covering details of nature of the industry in which the Company operates, business model of the Company, financial details etc.

**Roles, Rights and Responsibilities of Independent Directors**

Their roles, rights, responsibilities, code of conduct etc. would be in accordance with definition of Independent Directors, relevant provisions of the Companies Act and the Listing Agreement, Tenure of Independent Directors.

**4. DISCLOSURE:**

a. Familiarisation program will be conducted on “as-and-when-needed” basis during the year.

b. As and when familiarisation program is conducted, the same will be disclosed on the website of the Company.

c. The details of the familiarisation program shall be disclosed on the Company’s website and a web link thereto shall be provided in the Annual Report.

**5. DETAILS OF PROGRAMMES:**

Details of Programs are given below



S. No	Name of independent Director	No. of programmes attended						No. of hours spent				
		2016-17	2017-18	2018-19	2019-20	2020-21	Cumulative	2016-17	2017-18	2018-19	2019-20	2020-21
1	Mr. G.S. Hegde	1	2	1	1	5	1	2	4	4	1	11
2	Mr. Vishwas Kulkarni	1	2	1	1	5	1	2	4	4	1	11
3	Dr. Neetin Desai	1	1	2	1	5	1	2	2	2	1	7
4	Mr. N. Palanisamy	1	1	1	NA	3	1	2	2	2	NA	6
5	Dr. Indumati Gopinathan	NA	NA	2	1	3	A	NA	NA	4	1	5

S. No	Name of independent Director	No. of programmes attended			No. of hours spent		
		2021-22	2022-23	Cumulative	2021-22	2022-23	Cumulative
1	Mr. G.S. Hegde	1	1	7	1	1	13
2	Mr. Vishwas Kulkarni	1	1	7	1	1	13
3	Dr. Neetin Desai	1	1	7	1	1	9
4	Mr. N. Palanisamy	NA	NA	3	NA	NA	6
5	Dr. Indumati Gopinathan	1	1	5	1	1	7

#### Topics

- (1) Nature of Industry
- (2) History of the Company
- (3) Our Business Model
- (4) Corporate Governance Requirements
- (5) Covid Pandemic Impact


