

Director Familiarisation Programme

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 requires that the Independent Directors of a listed company should, inter alia, be familiarised through various programmes with the nature of the industry in which the company operates, business model of the company and their roles, rights and responsibilities.

Structure of the Program

The Familiarisation Programme adopted by the Company comprises of the following:

1. Familiarisation upon induction of new Independent Directors:

An orientation on overview of the Company, its vision and mission, the industry in which it operates, its business, strategies, various products, financial performance, risk management framework, organization structure, matters relating to Corporate Governance, Code of Business Conduct and other areas of relevance, is provided by the Executive Management Team, wherein the heads of different businesses make a detailed presentations spread over 2 days.

The Directors are also briefed on the regulatory requirements and legal and statutory provisions applicable to the Company.

The newly appointed Director is provided with a copy of all the applicable codes and relevant policies of the Company.

Terms of reference of the respective Committees of which the Director is proposed to be appointed as a Member is also provided.

An appointment letter detailing the terms and conditions of appointment, roles, rights and responsibility in line with the requirements of the Companies Act, 2013 and the Guidelines for Corporate Governance is provided to the Independent Directors.

2. Ongoing Familiarisation Programme:

During the year, presentations were made at the quarterly meetings of the Board of Directors / Board Committees which includes market developments, updates on industry performance, Company's performance, key regulatory changes, etc.

The programmes also include presentations, seminars, workshops, site visits, and interactions with senior management, industry experts, regulators, and other stakeholders. The content of the familiarization programmes is tailored to address the specific needs and interests of independent directors, considering factors such as the company's business model, industry dynamics, emerging trends, and regulatory developments.

The programmes is designed to promote interactive learning and facilitate open discussions on pertinent issues facing the company and the industry.

Topics Covered in the programme are:

- Corporate governance principles, practices, and regulatory requirements.
- Company's business model, strategy, objectives, and risk profile.
- Financial performance, key financial metrics, and financial reporting processes.
- Industry analysis, market dynamics, and competitive landscape.
- Compliance requirements, legal framework, and ethical standards.
- Emerging trends, technological advancements, and innovation opportunities.

- Stakeholder engagement, including shareholders, customers, employees, and communities.
- Crisis management, business continuity planning, and risk mitigation strategies.
- Environmental, social, and governance (ESG) considerations and sustainability initiatives.

3. Evaluation and Feedback:

The effectiveness of the familiarization programmes is periodically evaluated through feedback surveys or other assessment mechanisms. Independent directors are encouraged to provide feedback on the relevance, quality, and delivery of the programmes, enabling continuous improvement. The Board reviews the feedback received and make necessary adjustments to the programme content and delivery format to enhance its effectiveness.

4. Access to Information:

In addition to the familiarization programmes, independent directors shall have unrestricted access to relevant information, documents, and management personnel to support their understanding of the company's affairs.

The company shall ensure timely dissemination of board materials, financial reports, regulatory filings, and other essential documents to independent directors to facilitate informed decision-making.

This policy shall be reviewed periodically by the Board to assess its effectiveness and relevance in meeting the objectives outlined herein. Amendments to the policy may be made as deemed necessary by the Board to reflect changes in regulatory requirements, industry practices, or the company's operating environment.

The Director Familiarization Programme Policy for Independent Directors underscores the company's commitment to promoting good governance practices and enhancing the effectiveness of its Board. By providing independent directors with access to comprehensive familiarization programmes and relevant information, the company aims to strengthen their capabilities and ensure robust oversight of its affairs.


