

## **Disclosure under Regulation 25 and 46 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015**

### **Details of Familiarization Programmes imparted to Independent Directors**

The Company has an orientation process/familiarization programme for its independent directors that includes

#### **Induction on joining the Board of Directors of the Company:**

When a new independent director is appointed, he/ she is welcomed to the Board of Directors of the Company and information regarding the following are shared with them;

- Board evaluation process and procedures
- Memorandum of Association and Articles of Association of the Company
- Annual Reports of last three consecutive years
- Code of Conduct for Directors and Senior Managerial Personnel
- Note on Directors roles and responsibilities
- Introduction of fellow Directors and the Senior Managerial Personnel of the Company
- Policies on various business aspects and practices

Each of our independent directors have attended such orientation process/familiarization programme when they were inducted into the Board.

Whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

#### **Regular Familiarization Modules:**

The Board and Committee meetings of the Company are held on quarterly basis. The members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

The Independent Directors are also being continually updated on all important developments within the Company and regulatory changes which includes the following:

- Important development in the industry and business model of the Company and regular updates on the company's internal environment and external environment in which it operates.
- Briefing by the Executive Director periodically relating to the planning, strategy, operation, functions and projects of the Company.

- Quarterly information on operations made to the Board and Committees include information on business performance, operations, market share, financial parameters, senior management changes, compliances, etc.
- Board Members are promptly updated on any change and new development with regard to relevant regulatory requirement such as SEBI regulations, Companies Act etc.
- The Board members are also made aware about the compliances applicable on the Company by way of quarterly compliances report.

### Details of Familiarization sessions

Date of Program	04 <sup>th</sup> August, 2014	26 <sup>th</sup> March, 2015	19 <sup>th</sup> June, 2015	08 <sup>th</sup> February, 2016	08 <sup>th</sup> July, 2016	01st February, 2017
Details of attendance of Independent Directors	All members were present	All members were present	All members were present	All members were present	All members were present	All members were present
No. of hours spent in the Sessions attended	4	3	3	3	3	2
Cumulative till date [No. of hours spent in the Sessions attended]	4	7	10	13	16	18

Date of Program	27 <sup>th</sup> October, 2017	31 <sup>st</sup> January, 2018
Details of attendance of Independent Directors	3 Independent Directors were present	All members were present
No. of hours spent in the Sessions attended	2	2
Cumulative till date [No. of hours spent in the Sessions attended]	20	22