

**Familiarisation Programme Imparted to Independent Directors during the**  
**Financial Year 2018-19**

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is required to familiarise the independent directors through various programmes about the Company, including the following:

- (a) Nature of the industry in which the Company operates;
- (b) Business model of the Company;
- (c) Roles, rights, responsibilities of independent directors; and
- (d) Any other relevant information.

In terms of Regulation 46(2)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is required to disseminate the following information on its website:-

1. Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date);
2. Number of hours spent by Independent Directors in such programmes (during the year and on a cumulative basis till date); and
3. Other relevant details.

The Company has an on-going familiarisation programme for all its Independent Directors which includes the following:

1. Initial familiarisation

The Independent Directors are provided with an overview of the requisite criteria of independence, roles, rights, duties and responsibilities of directors, the code of conduct and insider trading regulations, disclosure and business interests, nature of the industry and business model of the Company and policies of the Company and other important regulatory aspects as relevant for directors.

2. Ongoing familiarisation

The Independent Directors are apprised at Board Meetings as well as Committee Meetings on the Company operations, market share, governance, internal control processes and other relevant matters. They are also updated on important changes in the regulatory framework and business environment having an impact on the Company. Factory visits are arranged for independent directors from time-to-time for better understanding of the Company's business. Each member of the board, including the independent directors, have been given complete access to any information relating to the Company, whenever they so request. Important stock exchange announcements and press releases for various news related to the Company are also forwarded to the directors from time-to-time.

On an on-going basis, the Company, through its Managing Director, Wholtime Director as well as other Senior Managerial Personnel, as required, conducts

presentations/programs to familiarise the Independent Directors with the strategy, operations and functions of the Company inclusive of important developments in various business divisions, and new initiatives undertaken by the Company.

Details of the above Familiarisation Programme imparted to Independent Directors during the financial year 2018-19:

Name of Independent Director	Number of Meetings attended including Committee Meetings		Number of Hours spent		Any other relevant information
	During 2018-19	Cumulative	During 2018-19	Cumulative	
Mr. Rajesh* Nema	17	65	28 HOURS 20 MINUTES	70 HOURS 45 MINUTES	Member of AC, SRC & NRC
Ms. Neha** Singhania	8	28	21 HOURS 50 MINUTES	45 HOURS 15 MINUTES	Member of NRC & SRC
Mr. Ashutosh Upadhyay***	8	8	18 HOURS 40 MINUTES	18 HOURS 40 MINUTES	Member of NRC and SRC

\* Mr. Rajesh Nema resigned w.e.f. 19.01.2019.

\*\* Ms. Neha Singhania resigned w.e.f. 19.03.2019.

\*\*\* Mr. Ashutosh Upadhyay became the member of the NRC and SRC w.e.f 1<sup>st</sup> July, 2018 and has resigned w.e.f. 21.01.2019.

AC: Audit Committee

SRC: Stakeholders Relationship Committee

NRC: Nomination and Remuneration Committee