



Preamble:

Clause 49 of the Listing Agreement with the Stock Exchanges inter-alia stipulates that 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 programmes.

Overview of the Familiarization process:

Every new Independent Director of the Board attends an orientation programme. Presentations are made by Executive Directors / Senior Managerial Personnel. The presentations cover an overview of our strategy and operations to familiarize the new inductees with the strategy, operations, product, service offerings, markets, capital structure, finance, human resource, technology, facilities and risk management of the Company.

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. A Directors' kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous 3 years etc is handed over to the new Directors. The appointment letter issued to Independent Directors inter alia sets out the expectation of the Board from the appointed Directors, their fiduciary duties and the accompanying liabilities that come with the appointment as a Director of the Company.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy risks involved. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments were made at the separate meetings of the Independent Directors held during the year.

Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

Each director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Chairman and Managing Director.

Site visits to plant location are organized for the Directors to enable them to understand the operations of the Company.