

Familiarization Programmes for Independent Directors

Preamble

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) requires a Company to familiarize its 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 and responsibilities of independent directors; and
- (d) any other relevant information.

Further, Regulation 46(2) of the Listing Regulations requires a Company to disseminate on its website the details of familiarization programmes imparted to independent directors including the following details:-

- ✓ number of programmes attended by independent directors (during the year and on a cumulative basis till date),
- ✓ number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date), and
- ✓ other relevant details.

In terms of above, the Company conducted the following familiarization programmes for its Independent Directors:

- ✓ Visit to Company's Plants and to the plants / project sites of the subsidiary companies / associates.
- ✓ Presentation on business model of the company along with budgets of individual Strategic Business Units (SBUs) and strategies adopted by the management for cost control and maximization of stakeholder values.
- ✓ Briefing and interaction at the Board meeting on the recent development in the industry and its impact on the company.
- ✓ Briefing before the meeting of independent directors on the roles, rights and responsibilities of independent directors.
- ✓ Regulatory updates affecting the environment in the company operates, at Board and Audit Committee Meetings.
- ✓ Presentation on Internal Controls, security arrangements, safety measures taken by the company, Related Party Transactions, etc.
- ✓ Presentation on obligations under Prevention of Insider Trading Regulations and Listing Regulations.

The details required under Regulation 46(2) of the Listing Regulations are mentioned hereunder:

Name of Independent Directors	No. of Programmes/ Meetings attended		No of hours spent	
	During the FY 2022-23	Cumulative Till Date from 1st April, 2022	During the FY 2022-23	Cumulative Till Date from 1st April, 2022
Mr. A.K. Basu	6	6	21	21
Mr. C.K. Lakshminarayanan*	7	7	22	22
Mr. J. Balakrishnan	7	7	22	22
Mr. Rakesh Mehra	7	7	22	22
Ms. Tripti Sinha	7	7	22	22

* Retired w.e.f. 1st April 2023