



# DETAILS OF FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS



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**Preamble:**

In accordance with Regulations 25(7) read with Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, which 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, roles, rights, responsibilities of independent directors; and any other relevant information. etc., through various programs.

Induction, orientation, or familiarisation programmes are part of our Culture and applicable to all layers of management and the Board Members, which are designed based upon the position / Job requirements.

**Familiarisation and Trainings to Directors:**

The Directors including Independent Directors are apprised through presentations / discussions, on periodical basis on the Business performance, Economic and Industry Trend, global business environment, business strategy, Risks & Compliance Management System and Critical Business Processes. Further, all Directors are provided trainings through various programs and workshops relating to the business of the Company. Visits to manufacturing facilities are also organized, which enhances the Directors’ awareness about the Company’s operations and also benefits the Company with their valuable inputs and suggestions.

The Directors of the Company have access to the information relating to the Company. They interact with the Key Managerial Personnel and seek any information they need to discharge their functions effectively.

**Overview of the Familiarisation process:**

The appointment letter issued to Independent Directors inter alia includes –

- i. Code for Independent Directors,
- ii. Code of Conduct under Corporate Governance,
- iii. Code of Conduct under Insider Trading.

The Code for Independent Directors sets out Guidelines for Professional Conduct, Roles, Functions & Duties etc.

Independent Directors are provided with necessary documents/brochures, reports, and internal policies to enable them to familiarize themselves with the Company’s procedures and practices.

Periodic presentations are made at the Board and Committee Meetings, on each segment of business, performance, Capex, Global business environment impacting the Company, business strategy and Risks assessment and Mitigation.

Quarterly updates on relevant statutory changes, the New Code of Conduct and landmark judicial pronouncements encompassing important laws, legislative changes having impact on the Company business are regularly circulated and updated.

Each Director of the Company has access to information relating to the Company. Independent Directors have the freedom to interact with the KMP and the Company's management. They are given all the documents sought by them to enable 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 & Managing Director/*Whole time Director*.

Periodicals plant visits are organized to enable them to understand the operations of the Company, new initiatives undertaken, expansion and one-to-one communications with Functional Head, and Other Senior Executives of the Company.

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS  
[PURSUANT TO THE PROVISIONS OF REGULATION 46 (2) OF SEBI (LISTING OBLIGATION  
AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015]**

**All the familiarization programme activities are merged with the Board meetings for the convenience of the Directors of the Company. Also, individual programs are being conducted separately for them, as and when required.**

Sr. No.	Name of Independent Directors	No. of Programmes (Board Meetings) attended by the Independent Directors		No. of hours spent (at Board Meetings) by Independent Directors in such programmes	
		during the year 2023-24	On cumulative basis till 31.03.2024 (since FY 2017-18)	during the year 2023-24	On cumulative basis till 31.03.2024 (since FY 2017-18)
1	Mr. Vinay Pandya (Appointed w.e.f. 20.02.2019)	6	26	4.25	17.75
2	Ms. Divya Zalani (Appointed w.e.f. 31.12.2021)	6	14	4.25	9.75
3	Mr. Rahil Thaker (Appointed w.e.f. 31.12.2021)	6	13	4.25	9
4	Ms. Jigisha Thakkar (Appointed w.e.f. 13.08.2019) (Resigned w.e.f. 31.12.2021)	-	10	-	6.25
5	Mr. Niharkumar Naik (Appointed w.e.f. 12.12.2018) (Resigned w.e.f. 31.12.2021)	-	13	-	8.75
6	Mr. Murali Krishnamoorthy (Appointed w.e.f. 29.05.2018) (Resigned w.e.f. 16.05.2019)	-	1	-	0.5
7	Mrs. Mansi Desai (Resigned w.e.f. 13.08.2019)	-	10	-	7.5
8	Mr. Vikesh Jain (Resigned w.e.f. 26.12.2018)	-	7	-	5.5
9	Mr. Gaurang Sanghavi (Resigned w.e.f. 29.05.2018)	-	4	-	3.25

Note: During the financial year 2023-24, Six Board Meetings were convened and held.