

# **Familiarisation Programme for Independent Directors**

## **OBJECTIVES:**

The familiarization programme for Independent Directors is outlined herein pursuant to Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The familiarization programme aims to provide Independent Directors with the Automotive Industry scenario, the socio-economic environment in which the Company operates, the business model, the operational and financial performance of the Company, to update the Independent Directors on a continuous basis on significant developments so as to enable them to take well informed decisions in a timely manner.

The familiarization programme also seeks to update the Independent directors on the roles, responsibilities rights and duties under the Companies Act 2013 and other relevant legislations.

## **INDUCTION, TRAINING AND FAMILIARISATION PROGRAMME FOR THE INDEPENDENT DIRECTORS:**

- On appointment, the concerned director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments
- Each newly appointed Independent Director is taken through a formal induction program including the presentation from the Managing Director & CEO and other Senior Executives on the Company's manufacturing, marketing, finance and other important aspects of the Company's business. Relevant documents relating to the Company such as Memorandum of Associations, Articles of Association, Annual Reports of last three consecutive years, Code of Conduct for Directors and Senior Managerial Personnel, Note on Directors roles and responsibilities, Policy handbook of the Company comprising of policies on various business aspects and practices, Organizational chart of the Company and the profile of all the Directors and the Senior Managerial Personnel of the Company, List of contact details of the Directors, Senior Managerial Personnel and their personal/executive assistants, CSR etc. are provided to the Independent Directors on their appointment
- The Company Secretary sends a formal letter to the Directors about their legal and regulatory responsibilities as a Director and the compliances required of them under the Companies Act 2013 and applicable SEBI Regulations
- The induction for Independent Directors includes interactive sessions with Executive Members and other Functional Heads and also includes a visit to the manufacturing site, so as to familiarize them about the manufacturing and other related aspects
- At various Board meetings during the year, presentation will be made to the Board on the operations of the Company, market share, pricing strategy, financials, risks and

mitigation plans, initiatives on health and safety, compliances, major litigation, regulatory scenario etc.

- 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 various plant locations are organized for the Directors to enable them to understand the operations of the Company.
- On the matters of specialized nature, the Company engages outside experts/consultants for presentation and discussion with the Board members as and when necessary

**REVIEW:**

The programme shall be periodically reviewed and brought in conformity with statutory and regulatory requirements, if any.