



## Familiarisation Program for Independent Directors

### Preamble

In terms of the Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Schedule IV of the Companies Act, 2013, the Company is required to conduct Familiarisation Programme for Independent Directors to familiarise them with the Company, about 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.

### Purpose & Objective

The Programme aims to provide insights into the Company to enable the Independent Directors to understand their roles, rights, responsibilities in the Company and get updated on the nature of industry in which the Company operates its business models to enable the Independent Directors to contribute significantly to the Company.

### Details of Familiarization Programme

1. Each newly appointed Independent Director is taken through a formal induction program including the presentation from the Managing Director & CEO on the Company's production, marketing, finance and other important aspects.
2. The Company Secretary briefs the Independent Director an overview of the following legal and regulatory requirements :
  - 2.1 Criteria of independence applicable to Independent Directors as Regulation 16(1)(b) of the Listing Regulation and Section 149(6) of the Companies Act, 2013.
  - 2.2 Compliance Personnel on whom reliance can be placed by the Independent Directors.
  - 2.3 Roles, functions, duties, responsibilities and liabilities of Independent Directors.
  - 2.4 Directors Responsibility Statement forming part of Board's Report.

- 2.5 Vigil Mechanism/Whistle Blower Policy, disclosures, code of Independent Directors, procedure for obtaining Audit Committee approval, wherever required and various policies framed by the Company
  - 2.6 Risk Management Systems and framework.
  - 2.7 Dealing with Related party transactions under the Companies Act, 2013, and the Listing Regulations.
  - 2.8 Board Evaluation Process and Procedures.
3. The induction for Independent Directors includes interactive sessions with Executive Directors, Business and Functional Heads.
  4. The Independent Directors get the opportunity to visit Company's various Tea Estates, Plants units to enable them to have full understanding of production & operating processes followed by the Company and the detailed SOP under which it operates.