

Familiarisation Programme to Independent Directors

Preamble

Regulation 25(7) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 inter-alia stipulates that the Company shall familiarize the Independent Directors with the Company, their rules, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company etc. through various programmes.

Purpose and Objectives

The familiarization programme is structured to assist the Independent Directors to understand the Company and its business so as enable them in effective discharge of their duties.

Overview of the Familiarisation process at the time of Appointment

At the time of appointment, the Independent Directors are informed about their role and responsibilities and are given an overview of business, operations and business model of the Company including Cable divisions. Independent Directors are also provided with copies of the following documents:

- A) Annual Report of the Company
- B) Criteria of Independence applicable on Independent Directors as per the Regulation 16(b) of the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.
- C) Code of conduct for Board Members under Regulation 26 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
- D) Code of conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015.
- E) Memorandum and Articles of Association of the Company
- F) Scope of Committee as and when appointed in any Committee.

Regular Familiarization Modules

Presentations on the business and performance of the Company are made at the Board Meetings to familiarize the Independent Directors with strategy, operations, future plans and functions of the Company. The Programme aims to provide insight into the Company to enable the Independent Directors to be in a position to take well informed timely decisions and contribute significantly to the Company.

FY 2022-23

Shri Sudarshan Somani, Shri Ashok Kumar Garg and Shri Vinod Balmukand Agarwala, Independent Directors of the Company have visited our Registered Office, Bangur Nagar, Dandeli, Karnataka on 24.03.2023.

24.03.2023

Plant Visit : 5.15 PM to 7.15 PM : Visited PM-6, Wood Yard and understood the operation in details.

25.03.2023

Plant Visit : 9.30 AM to 1.00 PM : Visited Chipper House, Pulp Mill, CLO2 plant, Recovery plant, Coal yard, Power plant, PM-1, PM-2, PM-3, PM-4, PM-5, Paper Godown, Pulp Godown, Effluent Treatment Plant, Water Intake Well and understood the operation in details.

Meeting with Senior Executives: 2:30 PM to 4.00 PM: Held detailed interaction meeting with Senior Executives and understood the specific issues with relating to People development, Product development, Internal Control System, Internal Audit, Future Development plan and new Fusion ERP system etc.

CSR Programs: 4.00 PM to 7.00 PM: Visited Dandeli town and saw the various CSR initiatives taken by Company for the benefit of Dandeli. Visited Nandagokul Garden, Anganwadi Day Care Centres, Bus Stand, PSA Oxygen plant, Degree College etc. Also inaugurated new Anganwadi Day Care Centre at Gandhinagar constructed by the Company under CSR and handed over the same to Municipality of Dandeli.

26.03.2023

9.30 AM to 10.30 AM : Visited Township, Staff Club, Temple, Auditorium etc.

Total Hours of Awareness Programs: 11.00 hours awareness programs have been done during three days i.e. from 24.03.2023 to 26.03.2023.

Details of Familiarisation Programme imparted to Independent Directors during FY 2022-23

Sl. No.	Name of Independent Directors	No. of Programmes attended		No. of hours spent in such programmes	
		During the Year	Cumulative (From 2017-18)	During the Year	Cumulative (From 2017-18)
1)	Shri Sudarshan Somani	3	13	11	30.5
2)	Smt. Arpita Vinay	0	5	0	10
3)	Shri Shiv Ratan Goenka	0	4	0	8
4)	Shri Ashok Kumar Garg	3	3	11	11
5)	Shri Vinod B Agarwala	3	3	11	11