



## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

### **PREAMBLE:**

The Schedule IV of the Companies Act, 2013 and the Clause 49 of the Listing agreement entered with the Stock Exchanges, mandates the Company to familiarize the Independent Directors with the Company. The Listing agreement mandates the Company to familiarize the Independent Directors in the following areas:

- Familiarization with the Company;
- Roles;
- Rights and Responsibilities ;
- Nature of Industry ; and
- The business model of the Company

### **FAMILIARISATION PROCESS**

- The new Independent director shall be welcomed on the Board with introductory information which contains a brief profile of the Company, its operation, Financial Results and performance analysis nature and understanding of the industry of the Company and the current business module of the Company. In addition to the above, the independent Director is provided with the latest Annual Report of the Company, the Company's Code of Conduct for the Directors and Independent Directors, Code of Conduct for Prevention of Insider Trading, policy on Related Party Transactions, Risk Management Policy, policy on CSR, Vigil Mechanism/Whistle Blower Policy devised by the Company to make the Independent Director fully aware about the Company and its policies.
- The New independent Director would be made aware about his role, rights and responsibilities in the Company which would also be enumerated in the appointment letter to be given to the Independent Director.

- The senior management personnel and the executive directors shall interact with the new independent director in order to familiarize him/her with inter alia the financial position, business strategy, operations, nature of industry, organisation structure and various other functions of the Company.
- The Company may arrange, if required, a visit for the new independent director to any one tea estate and tea factory of the Company, so that the new independent director can obtain a complete understanding regarding the operations of the Company.
- The existing independent directors are updated inter alia about the operations, sales & marketing, strategy, financial performance, industry analysis at every Board Meeting. The Company disseminates all such information as are required by the independent directors for executing their duties and take informed and timely decisions.
- The senior management and respective functional heads interact and keep the independent directors well informed about all such significant updates in their functional areas.
- The Board and the independent directors are kept informed of all kinds of legislative changes and significant updates in their functional areas which have serious impact on its operations and its Board of Directors at large.

## **MODIFICATION**

- The Board shall have the power to review and if required, modify this programme so as to further strengthen it from time to time.