

**FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS****OBJECTIVE AND PURPOSE OF THE PROGRAMME**

- ❖ The aim of the programme is to provide insight into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation and significant contribution in the management of the Company.

**FAMILIARIZATION AND CONTINUING EDUCATION PROCESS**

- ❖ The Company through its Chairman and Managing Director / Executive Director / Key Managerial Personnel periodically conducts programmes / presentations for familiarization of Independent Directors with the strategies, operations and functions of the Company.
- ❖ Such programmes / presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, finance, quality, facilities and risk management and such other areas as may arise from time to time.
- ❖ The programmes / presentations also familiarizes the Independent Directors with their roles, rights and responsibilities.
- ❖ When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairman and Managing Director and / or Executive Director to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- ❖ New Independent Directors are provided with copy of latest Annual Report, the Code of Conduct, and Code of Conduct for Prevention of Insider Trading and Schedule of Board and Committee meetings generally held during the year etc.
- ❖ The Company provides the Directors with the tours of company's facilities from time to time.
- ❖ A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation and obligations on disclosures, is issued for the acceptance of the Independent Directors.

**OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS**

- ❖ The Directors get an opportunity to visit Company's plant, where plant heads appraise them of the operational aspects of the plant to enable them to have understanding on the activities of the Company and initiatives taken on safety, quality, CSR etc.
- ❖ At various Board meetings and after the Board Meetings during the year, presentations are made to the Board and to the Independent Directors on safety, health and environment, risk management, company policies, changes

- in the regulatory environment applicable to the corporate sector of the industry in which it operates, etc. with areas of improvement and other relevant issue.
- ❖ Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, senior management change, compliances, subsidiary information, donations, regulatory scenario etc.
  - ❖ Annual Reports of the Company are sent to all the Directors every year.

<b>Effective Date:</b>	25 <sup>th</sup> April, 2014
<b>Last Reviewed:</b>	26 <sup>th</sup> October, 2021
<b>Scheduled Review Date:</b>	Annually or Biennially
<b>Approved by:</b>	Board of Directors

**For, Cera Sanitaryware Ltd.**  
**Anupam Gupta**  
**Executive Director (Technical)**