

# ASAHI INDIA GLASS LIMITED

## FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTOR

### PREFACE

Pursuant to the provisions of Clause 49 of the Listing Agreement, the Company shall familiarize the Independent Directors with the Company, 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.

The familiarization programmes to be conducted for Independent Directors from time to time, would inter-alia aim to provide understanding about the Company's business and its operations, business strategies, management structure, risk management framework and regulatory environment in which the Company operates.

### FAMILIARISATION PROCESS

Independent Directors have complete access to information of the Company. Independent Directors and other Board Members are constantly updated about their roles, responsibilities and rights in the Company, among other things, in the following manner:

- Before appointment, Independent Directors are provided with certain information and documents such as Memorandum & Articles of Association, Financial Results and Annual Report of last three years etc. to keep abreast of basic information of the Company
- At the time of joining, an Appointment letter is issued to the Independent Directors, which broadly sets out the expectation of the Board from the appointed Director, their statutory & fiduciary duties, roles and responsibilities as an Independent Director.

The Independent Directors are also provided with the necessary information and important policies of the Company such as Code of Conduct for Directors and Senior Management Personnel, Code of Conduct for Prevention of Insider Trading, disclosure by Directors etc.

- During the induction of newly appointed Director, including Independent Director, a presentation is made by the Senior Management Personnel of the Company including the Managing Director, CFO & Company Secretary to familiarize the Director with the business model,

operational aspects, management structure and other information about the Company. The new inductee is also appraised on the ongoing discussions at the Board meetings to enable him/ her to effectively participate at the Board meetings.

- From time to time, Company keeps all its Directors updated on the operations of the Company and key developments which may impact the Company, its performance and its human resources through presentations made at the meetings of Board or otherwise by the Managing Director, CFO & Company Secretary of the Company. Such presentations, inter alia, include details of the industry in which company operates, performance of the Company, updates on products of the Company, Company plans and strategies budgets, risk management mechanism, investments, funds flows, operations of subsidiaries and associates. HR policies, management succession planning and such other information as may be required by them.
- Whenever required, Functional Heads and other Senior Executives of the Company are invited at Board or Committee Meetings, to provide a platform for the Directors to interact with them in order to better understand the business and operations of the Company.
- The Company arranges site visit to plant locations for Directors, as and when required, to enable them to better understand the manufacturing operations and other process at such facilities.

#### COMPLIANCE INFORMATION & DISCLOSURES

- The Directors are informed and updated about statutory provisions and compliance requirement, as amended from time to time, under the Companies Act, 2013, Listing Agreement, SEBI (Prohibition of Insider Trading) Regulations and other relevant laws & regulations by way of presentations.
- The Company encourages and recommends its Independent Directors participation at various programmes being conducted by professional bodies and organizations to stay apprised on various changes and amendments in laws in the changing regulatory environment.

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