

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

Nilkamal Limited undertakes various measures to update the Directors, from time to time, on significant changes with respect to the various events and developments relating to the Company, various acts and laws.

With a view to familiarize the Directors, Nilkamal Limited has undertaken the following steps:

1. The Company had provided the Directors with an Introductory Tool kit containing the following:
  - Company's Policies on Corporate Social Responsibility, Whistle Blower Policy, Policy on dealing with Related party transactions, Anti Sexual Harassment Policy, etc.
  - Code of Conduct for Directors as prescribed under the Listing Agreement;
  - Code of conduct for prevention of Insider Trading framed under the SEBI Regulations;
2. The Company also provides updates on significant amendments to the Corporate and other laws and its impact on the Company.
3. The Company had arranged Factory visits for the its Independent Director at its factories situated at Silvassa, in order to provide insight on the Company's working and procedures.
4. The Company had arranged for a meeting of the Company's Senior management team and functional heads with one of the Independent Director having enriched experience in marketing and management field. The said meeting was for purpose of exchanging thoughts and ideas pertaining to the business strategy, business model and discussion on various ways by which Company's goal of higher profitability can be achieved.
5. The Company had also nominated one of its Independent Director for the purpose of representing the Company at a Capability Building Program held by KPMG Governance Institute for improving the Board effectiveness.
6. The management of the Company also interacts with the Independent Directors on regular basis in order to update them on the major events taking place in the Company.
7. The Company's Statutory Auditors also give presentations on timely basis with respect to updations on various laws and regulations applicable to the Company.

8. During the financial year 2018-19, the following familiarization programmes for Independent Directors were conducted -

<b>Sr. No.</b>	<b>Subject matter of the Programmes</b>	<b>No. of programmes attended by Independent Directors</b>	<b>No. of hours spent by Independent Directors</b>
1	Risk Management Update	1	2.5 hours
2	Business overview workshop along with interaction with business / function heads	1	3 hours
3	Presentation on SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	1	1 hours
4	Presentation on CSR Updates	4	1 hours
5	Presentation on Data Analytics in Audit Function	1	0.5 hours
6	Business Updates	4	4 hours
7	Various other presentation made (at Board and Committee Meetings) on business performance	4	4 hours
	<b>Total</b>		<b>16 hours</b>

**Summary of Familiarization programme of Independent Directors till 31<sup>st</sup> March, 2019:**

Total no. of hours spent on familiarization programme in the financial year 2018-19	Approximately 14 hours
Cumulative hours spent on familiarization till date (from 1st April, 2015)	Approximately 63 hours