

# **JSW CEMENT LIMITED**

## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

In accordance with the requirement of Regulation 25 (7) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Schedule IV of the Companies Act, 2013, the Company is required to familiarize the Independent Directors about the Company through various programs including the nature of the industry in which the Company operates, the business model of the Company, their roles, rights, responsibilities, etc.

Overview of the Familiarisation Programme :

### **1. Initial Familiarisation upon induction of Independent Directors**

- At the time of appointment, an appointment letter incorporating the terms of appointment, role and duties, time commitment, details regarding remuneration and Directors and Officers liability insurance, shall be given to the Directors.
- The Company shall endeavor to conduct a well-structured induction programme for orientation and training of the Independent Directors which could include one-to-one interactive sessions with the Executive Directors and may also include plant visits.
- The Independent Directors shall be provided with an induction kit which could include the financial results of past one year and the investor presentations, Annual Reports of the last three years, the Memorandum and Articles of Association, Code of Conduct for Board Members and Senior Management Executives, Code of Conduct to Regulate, Monitor and Report Trading by Insiders, policies such as the Whistle Blower policy, CSR policy, policy on Dealing with Related Party Transactions, etc.

### **2. Continual Familiarisation Programme**

- Presentations on business units, subsidiary companies, business performance, operations, finance, risk management framework, etc. shall be made to the Directors from time to time as a part of the board discussions where Independent Directors shall get an opportunity to gain an in-depth insight in these matters as well as interact with the senior leaders of the Company.
- Active communication channel between Executive Directors and Independent Directors shall be ensured, allowing the Independent Directors to raise a query, seek clarifications for enabling a better understanding of the Company and its various operations.
- There shall be a visit to Company's plants once a year.
- Regular MIS reports shall be provided to the Directors regarding the operations as well as key developments in the Company and on any important regulatory amendments applicable to the Company.
- A strategy board meeting shall be convened on an annual basis for a detailed deliberation on the Company's annual business strategies.