



## **APCOTEX INDUSTRIES LIMITED**

### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

#### **1. Objective of the programme**

In accordance with requirements of Regulation 25 and 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Schedule IV of the Companies Act, 2013, the Company shall familiarise the Independent Directors their roles, rights and responsibilities in the Company, details regarding the Company's products and plant(s), nature of the industry in which the Company operates, business model of the Company, etc., through various information programs.

#### **2. Familiarization process**

##### **a. Familiarization imparted immediately upon appointment of the Director:**

Independent directors of the Company are made aware of their role, responsibilities and liabilities at the time of their appointment/re-appointment, through a formal letter of appointment, which also stipulates various terms and conditions of their engagement. They are also made aware of the Company's Board and Board committee framework, policies and procedures.

##### **b. Continual Familiarization processes:**

As part of discussions, presentations are made to the Board of Directors / Audit Committee / Nomination & Remuneration Committee / Corporate Social Responsibility Committee / Stakeholders Relationship Committee on various related matters where the directors get an opportunity to ask questions. Presentations inter alia covers, Company's performance, market size, market share, operations, product offerings, finance, investments, risk management framework, technology and quarterly/annual results. The minutes of meeting of committee(s) are circulated to the Board Members during the next meeting.

Periodically, the Board meeting is arranged at the plant premises so that the Independent Directors can visit the plant and be briefed about the change in the production facility, automation projects and various initiatives like Total Productivity Maintenances (TPM), ISO 14001, OHSAS 18001 for, Responsible Care etc.

The Board members are updated on various regulatory and other amendments and developments either by way of presentations by external experts /consultants or by internal experts. The Independent Directors were also given a detailed overview of the SEBI (LODR) Regulations, 2015 as amended from time to time.

c. Continual access to Board information:

Each member of the Board including the independent directors, have been given complete access to any information relating to the Company, whenever they so request.

3. **Review**

The Company may review the programme and make necessary revisions, as and when required.

4. **Disclosure**

The details of the familiarization programme shall be disclosed on the Company's website and a web link thereto shall be given in the Annual Report.

5. **Details of Familiarization Programmes imparted to Independent Directors during FY 2018-19:**

During the financial year 2018-19, the following discussions were held in the nature of familiarization to the Independent Directors and the Board of Directors of the Company

Sr No	Subject matter of discussion	No. of hours spent by Independent Director and the Board	
		FY 2018-19	Cumulative till date
1	SEBI (LODR) Regulations, 2015/Companies Act, 2013, GST/IND AS	1	5
2	Business Strategy of the Company	1	3
3	Risk Management	1	4

Besides the above, the Independent Directors and the Board as a whole, were familiarized with the IT processes, CSR, safety and sustainability initiatives of the Company.