

ARVIND INFRATSRUIRE LIMITED (AIL)

DETAILS OF FAMILIARIZATION PROGRAMME IMPARTED TO INDEPENDENT DIRECTORS:

- The Company through its Managing Director / Key Managerial Personnel conducted presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Such presentations provided an opportunity to the Independent Directors to interact with the Senior Management of the Company and helped them to understand the Company's strategy, business model, operations, markets, organization structure, finance, facilities and risk management and such other areas as may arise from time to time.
- The programmes/presentations also familiarised the Independent Directors with their roles, rights and responsibilities. The Company had invited E & Y representatives to make a Presentation to the Board of Directors on Roles and Responsibilities of Independent Directors under the Companies Act 2013 and Clause 49 of the Listing Agreement.
- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer 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 AIL Code of Conduct, the AIL Code of Conduct for Prevention of Insider Trading and AIL Code of Corporate Disclosure Practices, Schedule of upcoming Board and Committee meetings.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, AIL Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.
- The Company has taken Director's and Officer's Liability Insurance Policy.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS

- At various Board meetings during the year, presentations are made to the Board on safety, health and environment at its sites, risk management, company policies, and changes in the regulatory environment applicable to the industry in which it operates.
- Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, compliances, subsidiary information, donations, regulatory scenario etc.