



ntc industries limited

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS **(in terms of clause 49 of the Listing Agreement)**

ntc believes and is committed to familiarise the independent directors with the Company and ensure that they should be fully informed about their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various initiatives.

The Company, pursuant to Clause 49 (II)(B)(7) of the Listing Agreement entered with the Stock Exchanges, has adopted a Familiarisation Programme for Independent Directors of the Company.

1. Purpose

To provide a mechanism to the Independent Directors of the Company:-

- To provide insights into the Company.
- To understand the business of the Company in depth.
- To interact directly with key account managers including Business & Functional Heads.
- To take informed decision and contribute significantly to the growth of the Company.

2. Familiarisation Process

- a) At the time of appointment of independent directors, a formal letter of appointment shall be issued to them which contains their roles, rights, duties and responsibilities, remuneration, performance evaluation process, time commitment required and insurance etc. Apart from the above an induction kit which contains MOA & AOA, various Codes and policies adopted by the Company, terms of reference of the Board Committees and Annual Report of the Last 3 years.
- b) The Company through its Executive Directors / Senior Managerial Personnel conducts presentations periodically to familiarise the Independent Directors with the strategy, operations and functions of the Company. Such presentations by the members of the Senior Management will help the Independent Directors to understand the Company's strategy, business model, operations, service and product offerings, market, competition, organization structure, risk analysis and such other areas as may be necessary.
- c) The company shall conduct Board meetings and committee meetings at its registered office and at other places, in which the independent directors get an opportunity to interact with Executive committee members and Business Heads.
- d) The Company shall invite the Independent Directors of the Company for a formal introduction and information exchange with the various departments such as Production, Marketing, Finance, Legal, Secretarial, and Accounts etc. to appraise them about the different areas covered by the respective departments.

- e) The Company shall organize factory visits & market visits for the Independent Directors of the Company to appraise them on the functioning, operational and technical aspects of the plant.
- f) The Board of Directors has complete access to the information within the Company. Independent Directors have the freedom to interact with the Company's management.
- g) The Independent Directors be informed through mail or any other modes, on any changes in relevant laws / regulations from time to time.
- h) A customized induction program is organized in case of appointment of new Independent Director on the Board of the Company.

3. Disclosure of the Policy

This Policy shall be uploaded on the Company's website for public information and a web link of the same shall be provided in the Annual Report of the Company.

4. Modification

The Board will review this program from time to time and make changes as may be deemed necessary.