



## **FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

**2020-2021**

**SAMBHAAV MEDIA LIMITED**

**CIN: L67120GJ1990PLC014094**

**REGISTERED OFFICE:**

**“Sambhaav House”, Opp. Judges’ Bungalows,**

**Premchandnagar Road, Satellite**

**Ahmedabad - 380 015**



### 1. PURPOSE:

- 1.1 The familiarization program aims to provide Independent Directors with Industry scenario, the socio-economic environment in which the Company operates, the business model, the operational and financial performance of the Company;
- 1.2 To update the Independent Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions with their role in the Company;
- 1.3 To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in decision making process for the Company.

### 2. FAMILIARIZATION PROGRAM UPON APPOINTMENT OF NEW INDEPENDENT DIRECTOR:

- 2.1 Upon appointment an induction pack is being handed over to the new Independent Director, which includes the company's corporate profile, its mission, vision and value statement, organizational structure, the company's history and milestones, annual reports, code of conducts, and policies applicable to Directors and employees of the Company. In case the new Director is also appointed on the committee(s) of the Board, he/ she is also being provided with the respective Committee Charters;
- 2.2 A detailed appointment letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, is being issued for the acceptance of the Directors.
  - A separate meeting with functional heads is being arranged. Relevant business strategy presentations are also being made.
  - A brief introduction to the Company and its main operating subsidiaries/ associates and joint ventures is also being made.

### 3. OTHER ACTIVITIES TO UPDATE THE INDEPENDENT DIRECTORS ON A CONTINUING BASIS:

- 3.1 The Directors get an opportunity to visit Company's plants, where plant heads appraise them of the operational and sustainability aspects of the plants to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, CSR, Sustainability etc;
- 3.2 Presentations are being made, on quarterly basis at board meetings, in the form of **Board Review Note** containing details of industry analysis, business activities, review of ongoing projects, future projects, opportunities, financial analysis, market share, borrowing arrangements, memorandum of understandings, joint ventures, major investments, senior management changes, major litigations, compliances of law, etc.;



- 3.3 Meetings with company executives/ are also being arranged for the better understanding of the business and operations of the Company;
- 3.4 Analyst reports / presentations / transcripts of investor / analyst conferences / Interview clips and latest happenings are also being circulated to the Independent Directors for their understanding the Company better;
- 3.5 Any material event as and when arises are informed for knowledge of Independent Directors;
- 3.6 Virtual Facilities also made available to the Independent Director as and when required by keeping in view COVID-19 II wave pandemic situation and restrictions;
- 3.7 Quarterly/Half yearly results of the Company are sent to the Directors.

**FAMILIARIZATION IMPARTED TO THE INDEPENDENT DIRECTORS DURING THE YEAR 2020-21**

<b>Particulars</b>	<b>Mode of Program</b>	<b>Duration of the Program to each Independent Director</b>
Independent Directors were appraised about industry analysis, order book position, credit rating, financial analysis, operations and project status, debt profile, HR and Manpower changes, Compliances of laws, Investor Relation activities etc. through Board Review Note and through review meetings on quarterly basis.	Meetings	4 Hours
A presentation on role, responsibilities, obligations, and functions of Independent Directors and charters of various committees were circulated.	Physical Copies were circulated	
Independent Directors were familiarized through periodic review meetings of the business operations and financial analysis.	Meetings	8 Hours

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