

## **R.C.A. LIMITED**

### **Familiarization Programme for Independent Directors**

#### **1. PREAMBLE**

The Clause 49(II)(B)(7) of the Listing Agreement with the Stock Exchanges stipulates that:

- a) The Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes.
- b) The details of such familiarization programmes shall be disclosed on the Company's website and a web link thereto shall be given in the Annual Report.

#### **2. OBJECTIVE**

The programme aims to provide insight into the Company to enable the Independent Directors to understand its business and operations in depth and contribute significantly to the growth of the Company.

#### **3. APPLICABILITY**

The above programmes will be conducted for new and continuing Independent Directors of the Company.

#### **4. VISITS TO PLANTS**

The Directors get the opportunity to visit Company's plants, where senior plant heads apprise them of the operational and sustainability aspects of the Units to enable them to have full understanding & appreciation on the activities of the Company. The Directors were given a tour of the plant and its various operations were explained in detail by trained personnel.

#### **5. FAMILIARIZATION PROCESS**

At the time of appointing a director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected of him as a Director of the Company. The Company shall through its Managing Director/Whole time Director/Senior Managerial Personnel conduct programmes/presentations/circulate articles periodically to familiarize the Independent Directors with the strategy, business and operations of the Company.

Such programmes / presentation/articles will provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, services and product offerings, organization structure, finance, sales and marketing, human resources, technology, quality of products, facilities and risk management and such other areas as may arise from time to time.

The above programme/articles will also include the familiarization on statutory compliances as a Board member including their roles, rights and responsibilities.

The Company may also circulate news and articles related to the industry from time to time and may provide specific regulatory updates.

The Director were also explained in detail the compliances required from him under the Companies Act, Clause 49 of the Listing Agreement and other relevant regulations and his affirmation taken with respect to the same.

The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him to effectively fulfill his role as a Director of the Company

**6. PROGRAMME**

Familiarization Programme will be conducted on "need-basis" during the year.

**7. REVIEW / AMENDMENT OF THE PROGRAMME**

The Board of Directors will review / amend this programme and make changes as and when it deems necessary.

**8. DISCLOSURE OF THE POLICY**

The Programme shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company as required under the Listing Agreement.