

**EXXARO TILES LIMITED**



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**FAMILIARISATION PROGRAMME FOR DIRECTORS**

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**(Approved by the Board of Directors of the Company at its meeting held on  
05<sup>th</sup> January 2021)**

**Exxaro Tiles Limited  
Regd. Office: Survey No: 169 &  
170, Vavdi Harsol Road, Mahelav,  
Talod, Sabarkantha-383305,  
Gujarat**

## **I. Objective:**

- The Program aims to provide insights into the Company to enable the Independent Directors to be in a position to take well-informed timely decisions and contribute significantly to the Company.
- The Independent Directors of the Company shall be given every opportunity to familiarize themselves with the Company, its management and its operations so as to understand the Company, its operations, business, industry and environment in which it functions.

## **II. Details of the Programme:**

- The members of the Board of Directors have complete access to information within the Company. The Company from time to time updates the Board members about their role, responsibilities & liabilities.
- At the time of joining, an Appointment letter is issued to the Independent Directors, which broadly outlines their statutory duties, roles, responsibilities as an Independent Director. The Independent directors are also informed of the important policies of the company including code of conduct for directors and Senior Management Personnel, succession policy etc.
- Directors are also informed of the various developments in the Company through emails, newsletters etc.
- The Company arranges store/site visits for the Directors as and when required.
- Presentations are made regularly to the Board / Nomination & Remuneration (NRC) / Audit Committee (AC), where Directors get an opportunity to interact with senior managers. Presentations, inter alia, cover business strategies, management structure, HR policy, management development and succession planning, quarterly and annual results, budgets, treasury policy, review of Internal Audit, risk management framework, operations of subsidiaries and associates, etc.
- Independent Directors have the freedom to interact with the Company's management. Such interactions also happen during Board / Committee meetings.
- The Company encourages and recommends its Independent Directors participation at various programmes being conducted by professional bodies and organizations to stay apprised on various changes and amendments in laws in the changing regulatory environment.



## EXXARO TILES LIMITED

### III. Review:

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

### IV. 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 of the Company.



## EXXARO TILES LIMITED

### DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

#### DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF EXXARO TILES LIMITED ("THE COMPANY") DURING FY 2021-22:

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/ familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of Familiarization programme imparted to Independent Directors Number of programme attended by Independent Directors (during the year and on a cumulative basis till date)	One Programme  1. 27.01.22
Number of hours spent by Independent Directors in such programs (during the year and on cumulative basis till date)	Approx. 2 Hours
Purpose of programme:	<ol style="list-style-type: none"><li>1. To make aware about the Business Model of the Company;</li><li>2. Updating Independent Directors of the Company about scale and details of its operations;</li><li>3. Awareness on Rights and Responsibilities of Independent Directors;</li><li>4. Overview of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.</li></ol>