

## **SHRISTI INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED**

### **Familiarization Programme for Independent Directors (IDs)**

Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”), requires the Company to familiarise the Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company, their roles, rights, responsibilities in the Company, etc., through various programmes, to enable them to take well informed and timely decisions.

Further, in terms of Regulation 46(2)(i) of the Listing Regulations, the details of such familiarisation programme imparted to the Independent Directors shall be uploaded on the website of the Company.

The Board of Directors is encouraged to take up / participate in various training sessions to ensure that the Board members are kept up to date.

A few initiatives under familiarisation program are as follows:

#### **Familiarisation Programme – At the time of appointment**

The New Director, are provided with an ‘Induction Kit’, which inter-alia includes the Company’s Corporate Profile, Latest Annual Report, Memorandum and Articles of Association, Code of Conduct applicable to Directors and Senior Management, Organization chart, Composition and name of Board Committees alongwith detailed terms of reference of each Committees, Shristi Code of Conduct for Prohibition of Insider trading, various disclosures and declarations.

#### **Familiarisation Programme – Ongoing basis**

To familiarize the Independent Directors with the Company’s operations and functions, Presentations are made at the Board Meeting/ Committee meetings where Directors get an opportunity to interact with Senior Management/KMPs. Presentations, inter alia, cover business strategies, management structure, HR policy, management development and succession planning, quarterly and annual results, budgets, 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. Interactions happen during Board/Committee meetings, where senior company personnel are advised to make presentations about performance of their respective Business Unit to the Board. Such interactions also happen when these directors meet senior management at informal gatherings.

Also, as a part of the detailed Board Meeting Agenda Note, Significant Statutory Updates on a quarterly basis are circulated to the Board of Directors, through which Directors are made aware of the significant news developments and highlights from various regulatory authorities viz. Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), Reserve Bank of India (RBI) etc.

**Disclosure as required under Regulation 46(2)(i) of the Listing Regulations is as follows :**

**(i) Number of programmes attended by Independent Directors:**

During the year ended 2018-19 – 1 (One) [On a cumulative basis till date – 5 (Five)]

**(ii) Number of hours spent by Independent Directors:**

During the year ended 2018-19 – 3 Hours [On a cumulative basis till date – 10 Hours]

**(iii) Other relevant details: Nil**