



OVERVIEW OF THE FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS OF THE COMPANY:

SR. NO.	PARTICULARS	BRIEF
FOR THE FINANCIAL YEAR 2014-2015		
1	Presentation on the list of Applicable Sections of the Companies Act, 2013 and identification of action items on the Management.	The Board was enlightened on various provisions of the Act and rules relating to appointment, increased role and responsibility of Board, independent directors and audit committee. It was also apprised about the relevant provisions of the Corporate Social Responsibility, change in reporting framework for corporate, related party transactions, managerial remuneration and board evaluation.
2	Presentation on the Prevention of Insider Trading Regulations, 1992.	The programme covered the following topics: <ul style="list-style-type: none"> - Concept of Insider Trading and necessity to regulate - Meaning of Insider, Connected persons, price sensitive information etc. - Trading Window and mechanism for prevention of Insider Trading. - Reporting / Disclosure requirements
3	Presentation on the “Related Party Transactions” and relevant provisions of the Companies Act, 2013 and Rules made thereunder and revised Clause 49 of the Listing Agreement on November 11, 2014.	Briefed the Board on: <ul style="list-style-type: none"> - statutory provisions related to Related Parties - requirements under revised Clause 49 of the Listing Agreement - process for identifying Related Parties, Related Party transactions - monitoring mechanism, approval requirements determining it whether it is an ordinary course of business and arm’s length basis



FOR THE FINANCIAL YEAR 2015-2016

4	A session to familiarize Independent Directors with the Company, their roles, rights, responsibilities etc.	<p>The programme covered the following topics:</p> <ul style="list-style-type: none"> - Paradigm shift in Responsibilities of Independent Directors - Role of Audit Committee, Nomination & Remuneration Committee, CSR Committee and Stakeholders Relationship Committee - Code of Conduct of Company
5	Presentation on the major change brought in by SEBI (Prohibition of Insider Trading) Regulations, 2015.	<ul style="list-style-type: none"> - Comparison between SEBI (Prohibition of Insider Trading) Regulations, 1992 and SEBI (Prohibition of Insider Trading) Regulations, 2015 - Concept of Trading Plan - New definitions - Disclosure Obligations
6	Information of about the E-Voting mechanism.	<p>The programme covered the following topics:</p> <ul style="list-style-type: none"> - Procedure of e-voting - Rules and provision related to e-voting
7	Presentation about the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.	<ul style="list-style-type: none"> - Comparison of Listing Agreement and SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 - New and amended provisions of LODR - Provisions relating to financial results, corporate governance, etc.



FOR THE FINANCIAL YEAR 2016-2017		
8	Presentation on highlights of the Companies Bill (Amendment Bill), 2016.	<p>Briefed the Board on:</p> <ul style="list-style-type: none"> - Comparison between Companies Act, 2013 and Companies Bill (Amendment), 2016 - Provisions relating to Acceptance of deposits by Companies - Loans to directors - Issue of Sweat Equity Shares - Annual Return
9	Presentation by Whole Time Director & CFO in a Board Meeting held in August 2016 on following working of the Company.	<p>The programme covered the following topics:</p> <ul style="list-style-type: none"> - Industry Updates - Operational Updates - Working of the Company
10	Information on the implications of the Goods and Services Tax (GST).	<p>Information was provided on following areas:</p> <ul style="list-style-type: none"> - Key definitions - Registration - Point of Taxation, Utilization of Credit - Returns, Refund
11	A session on amendments in law applicable to the Company.	<p>Following topics were covered:</p> <ul style="list-style-type: none"> - Applicability of the NCLT and NCLAT provisions of the Companies Act, 2013 - Insolvency and Bankruptcy Code, 2016 (IBC) - Freezing of Promoter & Promoter Group Demat accounts for Non-compliance with certain provisions of SEBI (LODR) Regulations, 2015



FOR THE FINANCIAL YEAR 2017-2018

12	Updates on MCA notifications	<ul style="list-style-type: none"> - Section 234 of Companies Act, 2013 i.e Merger or amalgamation of company with foreign company is effective from April 13, 2017. - Aadhaar Integration for availing various MCA21 related services. - Schedule III (i.e. General Instruction for Preparation of Balance Sheet & Statement of P& L of a Company) of Companies Act, 2013 effective from March 30, 2017. - Companies (Restriction on Number of Layers) Rules, 2017 which restricts on number of layers for certain classes of holding companies effective from September 20, 2017.
13	Regulatory updates for Listed entities.	<ul style="list-style-type: none"> - Applicability of Implementation of IND-AS by Listed Entities for the quarter ending June 30, 2017. - MCA Notification dated October 16, 2017 relating to the Highlights on The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Second Amendment Rules, 2017
14	Updates on Amendments relating to laws applicable to the Company.	<ul style="list-style-type: none"> - ICSI withdraws Secretarial Standard 1 on Meeting of Board of Directors and Secretarial Standard 2 on General Meetings w.e.f September 30, 2017 and the revised SS-1 and SS-2 will be effective from October 01, 2017. - ICSI has issued Secretarial Standard on Dividend (SS-3) which is effective from January 01, 2018. Adherence to SS-3 is recommendatory.
15	A session of Highlights on THE COMPANIES (AMENDMENT) ACT, 2017	<p>The overview of key changes of the 2017 Amendment Act was broadly categorised and was briefed to the Board:-</p> <ul style="list-style-type: none"> - Key Definitions, Loans and Investment by the Company, Related Party Transactions (RPT), Financial Statement, Board's report, Audit and Auditors, Loan to directors, Postal Ballot and other matters.