

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

(In terms of Clause 49 of the Listing Agreement)

At the time of appointing an Independent Director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected of him as an Independent Director of the Company.

The Company conducts an introductory familiarisation program / presentation, when a new Independent Director comes on the Board of the Company.

At the outset, all the independent directors are provided an overview of;

- Criteria of independence applicable to Independent Directors as per clause 49 of the Listing Agreement on Corporate Governance and the Companies Act, 2013;
- Time allocation by the Independent Directors on financial controls, overseeing systems of risk management, financial management compliance, Corporate Social Responsibility, Stakeholders conflicts, Board effectiveness, strategic direction, Meetings and performance assessment; Roles, functions, Duties, Responsibilities and liabilities of Independent Directors;
- Directors Responsibility Statement forming part of the Boards' Report;
- Vigil Mechanism including policy formulation, disclosures, code for Independent Directors, Fraud response plan, obtaining Audit Committee approval, wherever required;
- Policy and procedures for Prevention of Insider trading.
- Risk Management Systems & framework;
- Board Evaluation Process and Procedures;

The Independent Directors of the Company are afforded every opportunity to familiarize themselves with the Company, its management and its operations and above all the Industry perspective & issues. They are made to interact with senior management personnel and are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry of which it is a part.

The Company's website www.kcp.co.in provides detailed information about the organisational set up, the functioning of various divisions / departments, the Company's market share and the markets in which it operates, governance and internal control processes and other relevant information pertaining to the business of the company its subsidiary, joint venture and Associate companies.

Off-site visits to plants:

The Directors get the opportunity to visit various Companies' 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. An off-site Board meeting was held at Cement Production Unit, Muktyala.

The Directors were given a tour of the plant and its various operations were explained in detail by trained personnel.

