

HINDUSTAN APPLIANCES LIMITED

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FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTOR

PREAMBLE:

The Companies Act, 2013 (the Act, 2013) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has brought number of provisions which will help the directors and the Company to ensure better corporate governance. In order to increase the Board's effectiveness, 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.

PURPOSE AND OBJECTIVE OF THE PROGRAMMES:

- To provide insights into the Company to enable the Independent Directors to understand the Company's business in depth that would facilitate their active participation in managing the Company.
- To adopt a structured programme for orientation and training of Independent Directors at the time of their joining so as to enable them to understand the Company its operations, business, industry and environment in which it functions and the regulatory environment applicable to it.

PROGRAMME FOR INDUCTION OF NEW INDEPENDENT DIRECTORS:

At the time of appointing Independent Director, the management explains about the role, functions, duties and responsibilities expected as Independent Director of the Company.

The Company conducts an introductory familiarization programme / Presentation, when a new Independent Director comes on Board of the Company by providing an overview of the following:

- Criteria of independence applicable to Independent Directors under provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Roles, functions. Duties, Responsibilities and liabilities of Independent Directors;
- Background of the other directors of the Company
- Various committees of the Board
- Board Evaluation Process and Procedures;

Such programmes /presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, services, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.

CONTINUAL FAMILIARIZATION PROGRAM:

Every director of the Company has complete access to any information relating to the Company, Independent Directors have the freedom to interact with the Company's management. At various Board Meeting presentations are made to the Board on safety, health and environment and sustainability issue, risk management, company policies, changes in the regulatory environment applicable to the industry in which the Company operates, business excellence with areas of improvement and other relevant matter.

AMENDMENT TO THE POLICY:

In case of any amendment(s), clarification(s), circular(s) etc. issued by the concerned authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), Clarification, circular(s) etc. and accordingly the Board of Directors can amend this Policy, as and when deems fit.
