

MANGALAM DRUGS & ORGANICS LIMITED

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

PREAMBLE

Clause 49 of the Listing Agreement and the Companies Act, 2013 stipulates that the Company shall familiarize the independent directors with 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.

FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

The Company through its Managing Director/Key Managerial Personnel conducts programmes/presentations to familiarize the Independent Directors when he joins the company covering the strategy, operations and functions of the Company.

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, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.

The programmes/presentations also familiarizes the Independent Directors with their roles, rights and responsibilities.

When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairman and Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.

New Independent Directors are provided with copy of latest Annual Report, the Code of Conduct drafted for the Independent Directors, the Code of Conduct for Prevention of Insider Trading.

A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part.

OTHER INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS

The Directors get an opportunity to visit Company's offices, where they are appraised of the operational and sustainability aspects to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality, Sustainability etc.

Quarterly results are shared with the Directors from time to time.

At various Board meetings during the year they are briefed about safety, health and environment and sustainability issue, risk management, company policies, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates, and other relevant issue.

They are also briefed at the Board meetings about the business performance, operations, market share, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, regulatory scenario etc.
