

**NRB INDUSTRIAL BEARINGS LIMITED**

**FAMILIARISATION PROGRAMME FOR**  
**INDEPENDENT DIRECTORS**

**[Effective from 5<sup>TH</sup> August, 2022]**

## **PREAMBLE**

The enactment of the Companies Act, 2013 (the Act, 2013) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has brought to the fore a number of provisions which will help the directors and the companies 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. Training needs are identified as being a mandatory requirement now so as to enhance the skills and competencies.

## **PURPOSE**

The Familiarization Programmes are aimed to familiarize the Independent Directors with the Company, their roles responsibilities in the Company, nature of industry in which the Company operates and business model of the Company by imparting suitable training sessions.

## **INDUCTION, TRAINING AND FAMILIARISATION PROGRAMME FOR THE INDEPENDENT DIRECTORS**

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. The Company Secretary sends a formal letter to the Directors about their legal and regulatory responsibilities as a Director and the compliances required of them under the Companies Act 2013 and applicable SEBI Regulations.

- The Company conducts induction program/presentation when a new Independent Director joins the Board of the Company, on various aspects including overall corporate and business overview, enterprise risk management process, investor relations and human resources.
- The Independent Directors are also made aware of their roles, duties and responsibilities, remuneration and performance evaluation process, etc.,
- Quarterly update on operations are made to the Board informing about business performance, operations, market share, working capital management, changes in senior management, major litigation, compliances, subsidiary information, etc.,
- Annual update on presentations are made on annual business plans which provide the Independent Directors an opportunity to understand the strategic roadmap and also contribute to strategy development with their experience.
- Above update help the Independent Directors to understand the Company's strategy, competitive landscape, business model, operations & services offerings, markets, organization structure, finance, human resources, technology, quality, risk management and such other areas as may be relevant from time to time.

**REVIEW:**

The Programme shall be periodically reviewed and brought in conformity with statutory and regulatory requirements, if any.

The details of Programme attended by the Independent Directors are given below:

Number of Independent Directors	Number of Programme attended		Number of Hours attended	
	FY 2016-17	Cumulative	FY 2016-17	Cumulative
Three	1	1	45 minutes	45 minutes

Number of Independent Directors	Number of Programme attended		Number of Hours attended	
	FY 2017-18	Cumulative	FY 2017-18	Cumulative
Three	1	2	45 minutes	1 hour 30 minutes

Number of Independent Directors	Number of Programme attended		Number of Hours attended	
	FY 2018-19	Cumulative	FY 2018-19	Cumulative
Four	1	3	45 minutes	2 hours 15 minutes

Number of Independent Directors	Number of Programme attended		Number of Hours attended	
	FY 2019-20	Cumulative	FY 2019-20	Cumulative
Three	1	4	45 minutes	3 hours

Number of Independent Directors	Number of Programme attended		Number of Hours attended	
	FY 2020-21	Cumulative	FY 2020-21	Cumulative
Five	1	5	45 minutes	3 hours 45 minutes

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Number of Independent Directors	Number of Programme attended		Number of Hours attended	
	FY 2021-22	Cumulative	FY 2021-22	Cumulative
Three	1	6	45 minutes	4 hours 30 minutes