



Piramal Enterprises Limited

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Original Effective Date: 21st October, 2014
[Last Updated: November 2, 2015]

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

1. PREAMBLE

- 1.1 In terms of Regulation 25(7) of the SEBI (Listing Obligations And Disclosures Requirements) Regulations, 2015 ('the Regulations') the Company is required to 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.
- 1.2 Also, in terms of Schedule IV of the Companies Act, 2013 the Independent Directors are required to undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the Company.

2. FAMILIARIZATION FRAMEWORK FOR INDEPENDENT DIRECTORS

- 2.1 The Company has over the years, been familiarizing the Independent Directors on its Board, on a quarterly basis, with detailed presentations on the Company and its operations and business plans, the nature of industries in which the Company operates and the model of its respective businesses.
- 2.2 In addition to such quarterly familiarization made at Board Meetings, the Company also schedules additional dedicated Board Meetings at which specific aspects of the Company's business plans and future outlook are reviewed and discussed.
- 2.3 Whenever Independent Directors desire to meet with any of the Business Heads or Members of Senior Management Team, the same is also facilitated.
- 2.4 The Independent Directors are also sensitized on their roles, rights and responsibilities in the Company.
- 2.5 In addition to the above, meetings are also scheduled at business / manufacturing sites, which provides Independent Directors with a first-hand exposure of the business / manufacturing team and the operations thereat.
- 2.6 Given the regulatory recognition of this important aspect on familiarization, a Formal Familiarization Programme will be done annually (at the Offsite Meeting of the Board or

at any other Board Meeting as the Board may decide). Through this Programme, the Board will be familiarized with the nature of the industry in which the Company operates, business model of the Company, changes in business environment and impact thereof on the working of the Company and other relevant matters.

- 2.7 The Company shall also provide regular updates on relevant changes in Company Law and the Listing Agreement to ensure that its Independent Directors are kept abreast on these regulations.

3. FAMILIARIZATION FRAMEWORK FOR NEW INDEPENDENT DIRECTORS

- 3.1 The Company conducts an introductory familiarization programme when a new Independent Director joins the Board of the Company.

- 3.2 The induction comprises a detailed overview of the business verticals of the Company and meetings with business heads / senior leadership team, and with the Chairman, at which time, the Independent Director is familiarized with various aspects of the Company's business verticals including the industries in which such businesses operate.

4. DISCLOSURE OF THE PROGRAMME

- 4.1 The Company shall comply with such disclosure requirements relating to this Programme as may be stipulated under applicable regulatory requirements. As per the current regulatory requirements, in compliance with Regulation 46(2)(i) of the Regulations, the following details of the familiarization programmes imparted to independent directors shall be uploaded on the website of the Company at www.piramal.com and a web link thereto shall be provided in the Company's Annual Report:

- i. number of programmes attended by independent directors (during the year and on a cumulative basis till date);
- ii. number of hours spent by independent directors in such programmes (during the year and on cumulative basis till date); and
- iii. other relevant details.
