

# GANGA FORGING LIMITED

## Information on Familiarisation Programme for Independent Directors

### 1. Preface

The Policy on Familiarization Programme for Independent Directors is framed by Ganga Forging Limited in compliance of Regulations 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time read with Section 149 and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time.

### 2. Objective

The primary objective of this policy is to familiarize the Independent Directors through various programmes about the Listed entity, including the following:

- a) Nature of the industry in which the Company Operates;
- b) Business model of the company;
- c) Roles, rights, responsibilities of Independent Director; and
- d) Any other relevant information;

### 3. Definitions

- a) **“Act”** means the Companies Act, 2013, as may be amended from time to time.
- b) **“Board of Directors”** or **“Board”** means the Board of Directors of Ganga Forging Limited, as constituted from time to time.
- c) **“Company”** means Ganga Forging Limited.
- d) **“Independent Director”** means a Director of the Company, not being a whole-time director and who satisfies other criteria for independence under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
- e) Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable law or regulation, amended from time to time.

### 4. Familiarisation Programmes

#### A. Initial Familiarisation

As and when a new Director is appointed, as a part of the process of induction, the Company has the practice of familiarizing the new Director with information on various aspects of the company, including the following:

- a) Brief introduction of the Company;
- b) Memorandum & Articles of Association of the Company;
- c) Company's Code of Conduct for Directors
- d) Profile of Board of Directors and Senior Management Personnel;

- e) Details of Composition of various Committees of the Board and terms of reference thereof;
- f) Code of Conduct for prevention of Insider Trading;
- g) Various Policies / Charters adopted by the Board; and
- h) Latest Annual Report.

Further, The Company shall also issue a detailed letter of appointment to the Independent Directors at their appointments/re-appointment containing, inter alia, their role, responsibilities etc.

## **B. Continual Familiarisation**

The Presentations will regularly be made to the Board and its various Committees, where the Directors/Committee Members get an opportunity to interact with the Senior Management Team including the Statutory and the Internal Auditors of the Company. Such presentations inter alia cover the following:

- a) the performance of the Company,
- b) operating results,
- c) management outlook on business,
- d) economic/industry developments,
- e) Industry updates,
- f) financials, risks and mitigation plans,
- g) compliances,
- h) regulatory scenario etc.

An informal Meeting of Independent Director with the senior management Personnel of the Company shall be held to bring out the greater interaction amongst them for a better overall understanding of the Functions and operational mechanism of the Company

Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company.

## **5. Policy Review**

The policy shall be periodically reviewed and brought in conformity with statutory and regulatory requirements, as and when required.

## **6. Interpretation**

In any circumstance where the provisions of this Policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the relevant law, rule, regulation or standard will take precedence over this Policy until such time as this Policy is changed to conform to the said law, rule, regulation or standard.

## **7. Disclosure**

The Policy is disclosed on Company's website i.e. [www.gangaforging.com](http://www.gangaforging.com).