

# RALLIS INDIA LIMITED

## FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

## **OBJECTIVES:**

- 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.
- To update the Independent Directors on a continuing basis on any significant changes in any of the above, too enable them to be in a position to take well informed and timely decisions.

## **ORIENTATION PROGRAMME UPON INDUCTION OF NEW DIRECTORS:**

- An Induction Manual is handed over to a new inductee on the Company's Board. This includes the Company's Corporate Profile, its Mission, Vision and Values Statement, Organizational structure, the latest Annual Report, Code of Conduct applicable to Directors/ employees of the Company, the 'Tata Code of Conduct for Prevention of Insider Trading and Tata Code of Corporate Disclosure Practices', the Whistle Blower Policy and Tata Business Excellence Model (TBEM) application of the Company. It also includes the processes for Board and Committee Meetings, Charters and Mandates of the various Committees of the Board, functions and powers of the Board and Directors.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Tata Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.
- The inductee is also introduced to the Business/ Unit Heads and Corporate Functional Heads.

## **INITIATIVES TO UPDATE THE DIRECTORS ON A CONTINUING BASIS:**

- The Company periodically arranges Board Strategy discussions at any of the Company's plants, Research & Development Centre or off-site locations. At such Meetings, the Directors also get an opportunity to see the Company's operations and laboratories first hand, interact with the Plant Head and scientists and review the sustainability aspects of the Plant. This enables them to gain an understanding and appreciation of the operations and the research work of the Company and initiatives taken on safety, quality, environment issues, CSR, Sustainability, etc.

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- At the Board Strategy Meeting, presentations are made to the Directors on the Company's long term Vision and Strategy. Business Heads also present their plans and priorities with the Board. This enables the Directors to get a deeper insight in the operations of the Company.
- At various Board Meetings during the year, presentations are made to the Board on EHS and Sustainability issues, Risk Management, Company policies, changes in the regulatory environment applicable to the corporate sector and to the Industry in which the Company operates, Business Excellence under the Tata Business Excellence Model with areas of improvement, people matters and other relevant issues.
- Quarterly presentations on operations made to the Board include information on business performance, operations, market share, financial parameters, working capital management, fund flows, senior management changes, major litigation, compliances, subsidiary data, etc.
- Business Heads and Company Executives are invited at Board or Committee Meetings and meetings of Directors individually with Company Executives are also arranged to better understand the business and operations of the Company.
- Field visits are arranged occasionally, at which one or more Directors meet and interact with the field officers and customers to get first-hand knowledge of the marketing initiatives of the Company, product performance and customer feedback.
- External communication made to various Stakeholders is shared with the Directors.