

# TRIBHOVANDAS BHIMJI ZAVERI LIMITED

## Familiarization Programme for Independent Directors of Tribhovandas Bhimji Zaveri Limited

### 1 Preamble

The familiarization programme (“the programme”) for Independent Directors of Tribhovandas Bhimji Zaveri Limited (“the Company” or “TBZ”) pursuant to Clause 49 (II)(B)(7) of the Listing Agreement with the Stock Exchanges stipulates that:

- 1.1 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, the business model of the Company, etc., through various programmes.
- 1.2 The details of such familiarization programmes shall be disclosed on the Company’s website and a web link thereto shall be given in the Annual Report.

### 2 Purpose

- 2.1 The familiarization programme for Independent Directors of the Company aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The Independent Directors can also familiarize with their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company, etc., to provide them with better understanding of the business and operations of the Company and so as to enable them to contribute significantly to the Company.

### 3 Familiarization Process

- 3.1 The Company may conduct an introductory familiarization programme / presentation, when a new Independent Director comes on the Board of the Company. The familiarization programme / presentation cover their roles, rights, responsibilities in the Company alongwith industry, business, operations and business model of the Company. It also includes the familiarization with important statutory and regulatory provisions, code of conduct and other policies of the Company applicable to them;
- 3.2 The Company shall through its Managing Director / Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically, to familiarize the Independent Directors with the planning, strategy, operations and functions of the Company;

- 3.3 The programmes / presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team 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;
- 3.4 The Company provides detailed updates on business (achievements / awards and recognition/ new product/ expansion/ strategy/ budgets), industry, operations, technology and financial statements of the Company in its quarterly Board/ Committee meeting;
- 3.5 The programmes / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities in the Company; and
- 3.6 The Company may circulate news and articles related to the industry on a regular basis and may provide updates on relevant regulatory changes and new development such as SEBI Regulations, Companies Act etc. from time to time.

#### **4 Programme and Disclosure**

- 4.1 Familiarization programme will be conducted "as needed" basis during the year.
- 4.2 This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

#### **5 Review of the Programme**

- 5.1 The Board will review this Programme and make revisions as may be required or deemed necessary from time to time.