



Familiarization Programme for Independent Directors [In terms of Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Background:

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) require listed companies to conduct familiarization programme for the Independent Directors so as to familiarize them 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.

Shilp Gravures Limited facilitates the members of its Board to familiarize themselves with all these aspects. The details of such familiarization programme(s) are being disclosed on the Company’s website and a web link thereto shall be given in the Annual Report.

Practices followed by the Company on a continuous basis:

All the Independent Directors are made aware of their roles and responsibilities at the time of appointment through a formal letter of appointment, which also stipulates various terms and conditions of their appointment.

All Independent Directors are provided from time to time an overview of:

- Criteria of independence applicable to Independent Directors as per Listing Regulations and the Companies Act, 2013;
- Role, Functions, Duties, Responsibilities and Liabilities of Independent Directors;
- Directors Responsibility Statement forming part of the Board’s Report;
- Vigil Mechanism including Policy formulation, disclosures, Code of Conduct for Independent Directors
- Financial controls, Corporate Social Responsibility (CSR) initiatives adopted by the Company, Board effectiveness, Strategic direction, Company’s performance update on periodic basis etc.
- Audit Committee review and approval process
- Risk Management Systems & Framework
- Significant changes in the Accounting Framework, Tax updates and Legal Updates [e.g. Changes in the Secretarial Standards, Companies (Amendment) Act, 2017, etc.]
- Overview of Business Operations
- Board Evaluation Process and Procedures



Details of attendance of Independent Directors in Familiarization Sessions are as follows:

Sr.	Name of Directors	No of Programme attended			Duration of Programme
		2016-17	2017-18	2018-19	Cumulative Duration till date
1	Mr. Chinubhai Shah	1	1	0	2 hours
2	Mr. Shailesh Desai	1	1	1	3 hours
3	Mr. Jainand Vyas	1	1	1	3 hours
4	Mr. Kirit Patel	0	0	1	1 hours