



**SHILP  
GRAVURES  
LIMITED**

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS OF THE COMPANY**

### **1. OBJECTIVE:**

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The Independent Directors have lot of duty-based liability on themselves, under the Companies Act, 2013, and under the Listing Agreement. There is need to familiarize them with the Company's business, ethics, standards, its working, and applicable laws.

In order to comply with various legal provisions the Management, Senior Management Personnel(s) or the Key Managerial Personnel(s) will provide the requisite information to Independent Directors from time to time to enable them to take a sound decision.

In terms of Clause 49 of the Listing Agreement and circulars issued in this matter, the Company is required to familiarize its Independent Directors. Defining their roles, rights, expectations, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. by organizing various programmes in this regard.

Also, in terms of Schedule IV of the Companies Act, 2013 the Independent Directors are required to keep themselves abreast of the regulatory provisions and the knowledge, skill and expertise required to be an Independent Director.

Appointees should have requisite qualification and experience for appointment as Independent Director on Board of Shilp Gravures Limited.

### **2. FAMILIARIZATION FRAMEWORK FOR INDEPENDENT DIRECTORS:**

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The Company may through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically at the Board Meeting held to familiarize the Independent Directors with the strategy, operations and functions of the Company;

The Company may conduct an introductory familiarization program / presentation, as and when a new Independent Director comes on the Board of the Company from time to time.

Such programs / presentations will provide an opportunity to the Independent Directors to interact with the senior Management team of the Company and help them to understand the vision of the Company, Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities, risk management and such other areas as may arise from time to time;



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The programs / presentations shall be such that it provides brief to the new inductee about his roles, duties, rights and responsibilities.

The Company may circulate news items and articles related to the industry on a regular basis and to provide specific regulatory/ statutory updates in Company Law and Listing Agreement from time to time to Independent Directors so as keep them abreast on these regulations.

Whenever Independent Directors desire to meet with any of the Business Heads or Members of Senior Management Team, the same is also facilitated.

Meetings are also scheduled at business/manufacturing sites, which provide Independent Directors with a first-hand exposure of the business / manufacturing team and the operations thereat.

Management or their representative heads will provide any clarification or suggestions, as may be asked by the Independent Director to take a sound decision.

**3. DISCLOSURE OF THE POLICY:**

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The Company shall comply with such disclosure requirements relating to this Programme as may be stipulated under applicable regulatory requirements. As per existing regulatory requirements, in compliance with the terms of clause 49 of the Listing Agreement, the details of this Programme shall be uploaded on the website of the Company at [www.shilpgravures.com](http://www.shilpgravures.com) as event based disclosure and a web link thereto shall be provided in the Company's Annual Report.

**4. REVIEW OF THE PROGRAM:**

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The Board will review this Program and make revisions as may be required, subject to any regulatory changes or recommendation of the Management or the Committee authorized to do so. This Policy in future shall be improved and amended based on best practices evolving in the industry. This policy can be modified at any time by the Board or such other Committee on the basis of regulatory changes.

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