

INFOMEDIA PRESS LIMITED

FAMILIARISATION PROGRAMMES

FOR

INDEPENDENT DIRECTORS

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Preamble

Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) , *inter-alia* stipulates that 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, business model of the Company, etc., through various programmes.

Overview of the Familiarisation process

The main purpose of the process is to provide the Independent Directors an insight into the Company so that they are able to understand, in depth, the operations and business of the Company and with their experience and expertise, contribute significantly to the growth of Company.

Every newly appointed Independent Director is given an overview of the organization, its history, culture, values and purpose. Newly appointed directors are also provided with a Directors’ kit containing information about the Company, Memorandum and Articles of Association, Annual Reports for previous years, various Codes and Policies, latest financial results, etc. They are also apprised on the statutory provisions with respect to powers, roles and responsibilities of the Board and various Committees thereof.

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company. The appointment letter issued to Independent Directors, *inter-alia*, set out the expectation of the Board from the appointed director, their fiduciary duties and the accompanying liabilities that come with the appointment as a director of the Company.

Financial information of the Company are shared with the directors on their appointment to familiarize them with the Company and regulatory environment in which the Company operates. Updates on relevant statutory changes are presented to the Board and Board Committees.

Each director of the Company has complete access to every relatable information of the Company. Independent Directors freely interact with the Company’s management on an ongoing basis, on various issues impacting the Company.

They are provided with all the information sought by them for enabling a good understanding of the Company and the industry segments of which it is a part. Further, they meet without the presence of the Company’s Management Personnel to discuss matters pertaining to the Company’s affairs and put forth their combined views to the Management.

Details of Familiarisation Programmes for Directors conducted during the year 2019-20

A) Specific Programmes:

During the year, the Directors (including Independent Directors) were apprised on the financials and other updates about the Company. Reports were also given on Internal Audit and Risk Management. Four such programmes accumulating to around 6 hours were held and attended by the Directors (including Independent Directors) during the year.

B) Ongoing Updates:

The Directors were also promptly updated on any changes in regulatory environment affecting the Company in general, to make them aware of their roles and responsibilities, wherever applicable.