

ALICON CASTALLOY LIMITED

Familiarisation Programme for Independent Directors

1. Preamble

Regulation 25(7) read with Regulation 46(2)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 stipulates that the Company shall conduct a familiarisation programme to ensure the Independent Directors are properly oriented about the Company and its business, as well as their role and responsibilities, to help them effectively serve their role on the Board. Details of this familiarisation policy and programmes conducted by the company shall be disclosed on its website at: [Corporate Governance – Alicon Group](#).

2. Purpose

This familiarisation programme has the following objectives:

- To inform them of their roles, rights, responsibilities in the Company.
- To inform them of the nature of the industry in which the Company operates.
- To inform them about the business model of the Company.
- To enable them to contribute effectively in decision-making at Board and Committee meetings.
- To keep them updated on the latest developments in the industry and regulatory environment.
- To update them about any other relevant or significant information pertaining to or affecting the Company, which would enable them to make informed decisions.

3. On Induction

When an Independent Director joins the Board, a detailed **Letter of Appointment** will be issued which stipulates the terms and conditions of their engagement. This shall be accompanied by a detailed **Induction Kit**, which includes:

- Company's Corporate Profile including history & milestones.
- Company Values and Strategic Objectives.
- Organizational structure & Demographic details, including subsidiaries and their shareholding pattern.
- Information on the Company's business model, products and key business offerings.
- Company's Annual Reports for the last three years.
- Code of Conduct and Ethics for Board Members.
- Board and Committees structure including role/terms of reference.
- Memorandum and Articles of Association.
- Key corporate policies approved by the Board, including the Prevention of Insider Trading Code, Vigil Mechanism / Whistle Blower Policy, Corporate Social Responsibility Policy, Nomination & Remuneration Policy and Risk Management Policy.
- An overview of the powers of the Board and the duties, liabilities and responsibilities of Directors under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This shall be followed by **Orientation Sessions** i.e. one-on-one interactive sessions with executive directors, senior management and selected business/functional heads, along with visits to one or more of our plants. This is more particularly described in **Annexure A** below.

4. Continued Familiarisation Programme

Familiarisation does not end at induction. Through the year, Independent Directors are kept apprised of business developments through the following:

- Detailed presentations at quarterly Board and Committee meetings. These presentations cover the Company's operating and financial performance, business strategies, industry trends, and updates from individual business functions presented directly by the relevant senior executives.
- Site Visits to the Company's plants and R&D facilities as required.
- Updates on key regulatory amendments and their impact on the Company.
- Learning and Development sessions conducted by external experts on industry or market trends, technological and process advancements, and other relevant topics.

Independent directors shall have unrestricted access to relevant information and may interact with the Company's senior management, Statutory Auditors, Internal Auditors and any appointed External Advisors. They may also be invited to participate in internal management meetings for key strategic deliberations in order to share their valuable experience and expertise.

Further, material events or information, as determined under applicable laws and the Company's Policy for Determination of Materiality of Events / Information, shall be shared with the Independent Directors in an appropriate and timely manner. Event-based updates may include significant business developments, acquisitions, new business wins, major regulatory developments, significant litigations / compliance matters, changes in senior management and other matters having a material impact on the Company.