



# **WELTERMAN INTERNATIONAL LIMITED**

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## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

### **1. PREAMBLE**

Pursuant to the requirement of Clause 49(II)(B)(7) of the Listing agreement entered with the Stock Exchanges, the Company shall:

- a) 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;
- b) disclose the familiarization programmes on the company's website and provide a web link thereto in the Annual Report.

### **2. PURPOSE**

The purpose of the programme is to enable the Independent Directors to understand the Company's business in depth and to know their roles, duties and responsibilities in the company which will enable them to be in a position to take well-informed timely decisions and contribute significantly to the Company.

### **3. FAMILIARIZATION PROCESS ADOPTED BY THE COMPANY**

#### ***Initial Familiarization***

At the time of appointing a Director, a formal letter of appointment stating the terms of appointment, role, responsibilities, functions and fiduciary duties expected of him as a Director of the Company shall be given to the Director.

The Company shall conduct an introductory familiarization programme / presentation, when a new Independent Director comes on the Board of the Company.

The new Directors shall be updated about the Company, its subsidiaries, associates, its functioning, the organizational setup, operations, internal control system and other relevant information related to the Company.

The Directors shall also be provided with the Companies Code of Conduct, Insider Trading Code, Annual Report, key internal policies and other relevant documents which will help them getting the insight about the Company.

### ***Continual Familiarization***

The Company shall on-an ongoing basis present at the Board and Committee meetings the update on Company's operations, financials, business performance, risk management framework, strategies and other related matters to familiarize the Independent Directors with the performance and functioning of the Company.

Apart from the quarterly and annual financial results, minutes of the Board and Committee meetings, quarterly updates and press releases and mid quarter updates shall be regularly circulated to the Directors to keep them updated with the significant developments in the Company.

The Company shall also circulate news and articles related to the Company and its operations on a regular basis and provide specific regulatory updates from time to time.

#### **4. DISCLOSURE OF THE POLICY**

This “**Familiarization Programme for Independent Director**” shall be uploaded on the Company's website for public information and a web link thereto shall also be provided in the Annual Report of the Company.

#### **5. REVIEW OF THE PROGRAMME**

The Board shall periodically review this programme to determine its appropriateness and make revisions as may be required. The Board shall have the authority to amend the Policy, if required.