

SHIVKAMAL IMPEX LIMITED

REGD. OFF: P-7, GREEN PARK EXTENSION, NEW DELHI-110016

Tel: 011-26192964

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS *(In terms of Clause 49 of the Listing Agreement)*

1. Purpose

The purpose of this programme is to familiarise the directors with the Company, their roles, rights, responsibilities in the Company, nature of the Industry in which the Company operates and its business model, etc. This will enable the directors to get a full understanding of the Company and will support them in playing an effective role on the Board during their tenure as Directors.

2. Formal Induction

The new Director is welcomed to the Board of Directors of the Company by giving him formal letter of appointment which explains roles, functions, duties and responsibilities expected of him as the Director of the Company and sharing the following documents of the Company for his / her references:

- Memorandum of Association and Articles of Association of the Company
- Annual Reports of last three consecutive years
- Code of Conduct for Directors and Senior Managerial Personnel
- Note on Directors roles and responsibilities
- Policy Handbook of the Company comprising of policies on various business aspects and practices
- Profile of all the Directors and the Senior Managerial Personnel of the Company
- List of Contact details of the Directors, Senior Managerial Personnel
- Description of the products and services offered by the Company
- Note on key clients of the Company
- Note on the budget of the Company for the particular Financial Year

3. Continual Familiarisation module:

The Company will follow orientation program for the Independent Directors to understand and get updated on the business and operations of the Company on a continuous basis. On an on-

going basis, the Company, through its Managing Director and the Senior Managerial Personnel, conducts programs / presentations to familiarize the Independent Directors with the strategy, operations and functions of the Company. Such programs / presentations provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, facilities and risk management and such other areas.

- The Board of Directors has complete access to the information within the Company.
- Independent Directors have the freedom to interact with the Company's management during Board / Committee meetings.
- Independent interactions with the Statutory Auditors, the Internal Auditors and external advisors appointed from time to time.
- Further, they meet regularly without the presence of any management personnel and their meetings are conducted informally to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company.
- Quarterly results / press release of the Company are sent to the Directors

4. Disclosure of the Policy:

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.
