

**FAMILIARISATION PROGRAMME FOR NON- EXECUTIVE**  
**/ INDEPENDENT DIRECTORS OF SANSERA ENGINEERING LIMITED**  
**("COMPANY")**



**SANSERA ENGINEERING LIMITED**

**Contents**

- 1. INTRODUCTION ..... 3**
- 2. STRUCTURE OF THE PROGRAMME ..... 3**
- 3. DISCLOSURE ..... 4**
- 4. Administration..... 4**
- 5. Review of the Program..... 4**
- 6. Effective Date ..... 4**

## 1. INTRODUCTION

Regulation 25 (7) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”) requires a company to familiarize its Independent Directors inter alia with the company, including the following:

- a) nature of the industry in which the Company operates;
- b) business model of the Company;
- c) roles, rights, responsibilities of independent directors;
- d) any other relevant information

Accordingly, Sansera Engineering Limited (“Company”), formulated a Familiarization Programme for its Independent Directors.

## 2. STRUCTURE OF THE PROGRAMME

The Familiarization Programme comprises two segments –

a) Familiarization upon induction of new Directors:

- An appointment letter issued to the independent directors which inter alia states the roles, responsibilities and the fiduciary duties and the accompanying liabilities that come with the appointment as a director on the board of directors of the Company (“Board” or “Board of Directors”);
- The Independent Directors shall be provided with a copy of all the applicable codes and policies formulated and adopted by the Company.
- The Company shall through its executive directors / senior management personnel conduct programs / presentations to familiarize the existing directors as well as new directors with the strategy, Company’s products, customers, operations and functions of the Company
- Introduction to & interaction with certain key members of the senior management of the company.
- Independent directors, in particular shall be provided an overview of the criteria of independence applicable to an independent director as per the SEBI Listing Regulations and the Companies Act, 2013
- The Independent Director is also explained in detail the compliances required from him under other relevant regulations and his affirmation taken with respect to the same. With a view to familiarize him with the Company’s operations, the Chairman/Managing Director provides a one-to-one interaction on the organisational set up, the functioning of various divisions / departments, the Company’s market share and the markets in which it operates, governance and internal control processes and other relevant information pertaining to the Company’s business. The above initiatives help the Independent Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him to effectively fulfil his role as an Independent Director of the Company.

b) Annual Familiarization Programme:

The Company shall on an annual basis brief its Directors inter alia about the Company's business model, shareholder profile, financial details, their roles, rights and responsibilities in the Company.

The Board shall also be periodically brief the Independent Directors on the various changes in the regulations governing the conduct of an Independent Director.

### **3. DISCLOSURE**

Company shall upload its familiarization programme on its website [www.sansera.in](http://www.sansera.in) and a web link for the same shall be provided in the Company's Annual Report.

As and when the familiarization programme is conducted the same will be disclosed on the website with the following details:

- a) Number of programs attended by the independent directors (during the year and on a cumulative basis till date)
- b) Number of hours spent by independent directors in such programs (during the year and on a cumulative basis till date)
- c) Other relevant details

### **4. ADMINISTRATION**

The Familiarization programme for independent directors will be administered and monitored by the nomination and remuneration committee of the Company

### **5. REVIEW OF THE PROGRAM**

The Board of Directors of the Company shall review this Program once in every Year or within such period as mandated by any regulatory amendments.

### **6. EFFECTIVE DATE**

This programme shall be effective from the date of listing of the securities of the Company on the stock exchange(s).