

**FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS OF
ACC LIMITED**

The Familiarization Program ("the Program") for Independent Directors of ACC Limited ("the Company") has been adopted by the Board of Directors pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

1. Purpose

The program formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and Functions of the Company

The Program has been designed considering the specific needs of contemporary Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the Listing Regulations as amended from time to time.

2. Familiarization Process

The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

The program essentially has two broad components –technical and behavioural. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in Company. The behavioural component shall empower the participants to understand board procedures and help them to be effective in board activities. The Program also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large.

The program shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.



The Company may circulate news and articles related to the Industry on a regular basis and may provide specific regulatory updates from time to time; and

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

3. 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.

4. Review of the Program

The Board will review this program and make revisions as may be required.

**DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT
DIRECTORS OF ACC LIMITED ("THE COMPANY") DURING FY 2022- 23:**

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

Roles, Rights and Responsibilities - Board dynamics & functions

Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/ familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of familiarization programmes imparted to Independent Directors	21.10.2022 15.12.2022 24.12.2023
Number of programmes attended by Independent Directors	The Company imparts familiarization programmes to all the directors. During the year, three familiarization programmes were imparted to the directors.
Number of hours spent by Independent Directors in such programmes during the year (during the year and on a cumulative basis till date)	Approx. eight hours during the year Cumulative time approx. 112 hours
Purpose of programme	Immersion sessions on business and functions familiarization program of Directors, Overview of Adani Group and ESG program
Training Imparted by:	Business Head – Cement, Latham & Watkins

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DIRECTORS OF ACC LIMITED ("THE COMPANY") DURING FY 2023- 24:**

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Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

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Details of familiarization programmes imparted to Independent Directors	25.08.2023 29.09.2023 03.10.2023 31.10.2023 24.11.2023 & 25.11.2023 12.12.2023 23.02.2024
Number of programmes attended by Independent Directors	The Company imparts familiarization programmes to all the directors. During the year, eight familiarization programmes were imparted to the directors.
Number of hours spent by Independent Directors in such programmes during the year(during the year and on a cumulative basis till date)	Approx. 40 hours during the year Cumulative time approx. 152 hours

**DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT
DIRECTORS OF ACC LIMITED ("THE COMPANY") DURING FY 2024 - 25:**

The Company has an orientation process/familiarization programme for its independent directors with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

As a process when a new independent director is appointed, a familiarization programme is conducted by the senior management team and also whenever a new member is appointed to a Board Committee, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed.

The Independent Directors have attended such orientation process/ familiarization programme. The Board and Committee meetings of the Company are held at least on a quarterly basis and members of the Board meet key functional/business heads separately to get themselves more familiarized with the business/operations and challenges faced by the industry on an ongoing basis.

Details of familiarization programmes imparted to Independent Directors	01.05.2024 a) Business Strategy and Key Performance Matrix for cement business b) Finance, Banking & Money Market c) Governance (Regulations, M&A, changing business environment d) Human resource management & capability building, culture e) Industry, manufacturing, business dynamics
	28 - 29 June 2024 a) FY24 Performance (Financials, ESG, Credit) b) Digital Initiatives & Digital Dividend c) Cyber security landscape
	23 - 24 August 2024 a) Adani Foundation b) ESG and Climate: A force multiplier for India's growth including site visit
	26 September 2024 a) ESG by KPMG b) Insights on Indian Cement Sector by Nomura IR.

	22 - 23 November 2024 a) Customer Centricity b) Employee Relations/ Initiatives c) Risk Management
	20 - 21 February 2025 a) Inspired Companies (Learning from around the World) b) AI in Adani c) Adani Brand Purpose, Unlocking Narrative
Number of programmes attended by Independent Directors	The Company imparts familiarization programmes to all the directors. During the year, 6 familiarization programmes were imparted to the directors.
Number of hours spent by Independent Directors in such programmes during the year(during the year and on a cumulative basis till date)	Approx. 34 hours during the year Cumulative time approx. 186 hours

Purpose of Programme	Training Imparted by
Business Strategy and Key Performance Matrix for cement business	- Mr. Ajay Kapur, Whole-time Director & CEO - Mr. Vinod Bahety, Chief Financial Officer
Finance, Banking & Money Market	- Mr. Rajnish Kumar (ID-Ambuja, Chairman-ACC) - Mr. Ameet Desai (ID, Ambuja) - Mr. M R Kumar (NE-Non-ID, Ambuja)
Governance (Regulations, M&A, changing business environment)	- Mr. Sandeep Singhi (ID-ACC, Chairman-ACC) - Mr. Rajeev Agarwal (ID-ACC) - Mr. Ravi Kapoor (ID-Sanghi) - Ms. Shruti Shah (ID-Sanghi)
Human resource management & capability building, culture	- Ms. Purvi Sheth (ID-Ambuja) - Mr. Maheswar Sahu (ID-Ambuja)
Industry, manufacturing, business dynamics	- Mr. Nitin Shukla (ID-ACC)
Performance FY24 (Financials, ESG, Credit Profile) + Q&A	Mr. Jugeshinder Singh, Group CFO
Purpose of Programme	Training Imparted by
Digital Initiatives & Digital Dividend	Mr. Sanjay Rawal, Group CIO
Cyber security landscape	Mr. Shivkumar Pandey, Group CISO
Adani Foundation	Mr. Abhishek Lakhtakia
ESG and Climate: A force multiplier for India's growth including site visits	Mr. Vipul Arora (physical) + Prof. Stuart Hall (virtual)
India Cement 2024 Outlook – Margins to expand further	Mr. Jashandeep Chadha, CFA, Equity Research Analyst – Cement, Nomura Financial Advisory & Securities (India) Private Limited)
ESG – Understanding disclosures and	Mr. Shivananda Shetty, Head ESG, KPMG

rating	
Customer Centricity	Rupali Shivakumar, Head- Customer Centricity
Employee Relations/ Initiatives	Group HR
Risk Management	Harish Sharma, Group Head – Management Audit & Assurance Services
Inspired Companies (Learning from around the World)	Lisa MacCallum, Independent Director
AI in Adani	Mukund Seetharaman (Dy CEO, AI Labs)
Adani Brand Purpose Unlocking Narrative (including site visit)	Lisa MacCallum, Independent Director